BRTS – Yellow Line Project

S. No.	Item	Description
1	**Project Title**	BRTS Yellow Line Project
2	**Project Background**	The Transport & Mass Transit Department (the TMTD), GoS signed Concession Agreement for infrastructure development with the China Urban Electric Import & Export Corporation (the **'CUEC'**) on 9th September 2016. Subsequent to the signing of Concession Agreement, the CUEC was required to raise financing for the project. However, the Concessionaire has not been able to arrange financing from Chinese or local banks within the time period of 180 days as stipulated in Section 3 of the Concession Agreement. As the Concessionaire has not been able or failed to provide evidence of Financial Close being condition precedent no. 3.1-(a)(xi) in the Concession Agreement to GoS within the same period, the TMTD sought approval from Policy Board to allow it (i) to terminate the Concession Agreement in accordance with Section 17(5) of the Public Private Partnership Act. 2010 (the PPP Act) and (ii) to undertake the same project under traditional mode of procurement.
3	**Decision from 26th PPP Policy Board on 10th October 2018**	The PPP Policy Board accorded its approval for termination of Concession Agreement for BRTS Yellow Line Project in accordance with the relevant sections of the same and undertaking the project through traditional mode of procurement.
4	**Present Status**	• Following to the approval of policy board, the TMTD vide letter dated 5th December 2018 requested Secretary Law to vet the Termination Notice for China Urban Electric Import & Export Corporation (the Concessionaire) in order to conclude the process under PPP mode of Procurement. • Meanwhile, The P&D Board, Government of Sindh (GoS) has initiated summary for Chief Minister Sindh seeking approval of the Karachi urban mobility project to be taken up with WB at a cost of US$ 500 Million including with a GoS share of US$ 100 Million for processing through PDWP and approaching WB for financing through EAD, Islamabad. • Subsequent to above, the SMTA submitted the Project Concept Paper for Yellow Line BRTS on 25th October 2018 for consideration of PDWP and onward transmission to EAD and in parallel three studies will be conducted through Karachi Neighborhood Improvement Project (KNIP) i.e. the update of preliminary design, Environmental & Social Impact Assessment. The project concept paper was reviewed in the Technical Committee meeting held on 8th November 2018. The comments of the technical committed were incorporated in the

CHAIRMAN, P&D BOARD

SECRETARY, FINANCE

CHIEF SECRETARY, SINDH

CHIEF MINISTER, SINDH

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GOVERNMENT OF SINDH
LOCAL GOVERNMENT AND
HOUSING TOWN PLANNING DEPARTMENT

SUMMARY FOR CHIEF MINISTER, SINDH

SUBJECT: APPROVAL OF INVESTMENT PLAN OF WORLD BANK FINANCED KARACHI WATER AND SEWERAGE SERVICES IMPROVEMENT PROJECT (KWSSIP)

It is submitted that the Managing Director, Karachi Water and Sewerage Board, Karachi has informed that the World Bank conducted a Karachi City Diagnostic Study and highlighted the requirement for strategic investment plan (phase-wise) for fixing the urgent needs in water and sewerage sectors of Karachi city **(Annex-I & II)**. The World Bank and Government of Sindh aims to (i) design and deliver institutional and governance reform measures in KW&SB (ii) identify medium term engagement to improve trust deficit between citizens and KW&SB and (iii) propose strategy for a long term strategic infrastructure investment to deliver improved services.

2. The first phase is estimated at a cost of US$ 400 million focusing on improving water and waste water services and a defined set of Institutional Reforms to transform Karachi Water and Sewerage Board into a financially viable service delivery oriented organizaton.

3. A high level World Bank mission led by Country Director Mr.Patchmuthulllangovan visited at Karachi, a meeting held on 2nd October- 2018 with Honourable Chief Minister Sindh and high functionaries of Government of Sindh, wherein KWSSIP Project was discussed in detail. The Honourable Chief Minister Sindh, principally agreed with the exigency and need of project due to prevailing crisis of water and sewerage sector in Karachi and desired to submit the Investment Plan of Phase-I of KWSSIP Project for formal approval.

4. The Managing Director, Karachi Water and Sewerage Board, Karachi, has requested for approval of Investment Plan of Phase-I of World Bank Financed KWSSIP that include following components :-

			In Million US $
o	Component-1	Reform in Karachi Water and Sewerage Board	30.00
o	Component-2	Securing Sustainable Water Supply and Sewerage	350.00
o	Component-3	Project Management & Studies	20.00
		Total Amount	***400.00***

5. The Hon'ble Chief Minister, Sindh may like to approve the proposal at para-4, above.

(KHALID HYDER SHAH)
SECRETARY TO GOVT: OF SINDH

MINISTER, LG&HTP

25/10/18

No. PS/Chairman, P&DB/Sum. No.
Inward # 336 Dated 25/10/18
Outward # ____ Dated ____

No. LG/Dir/PM&EC/AD-II/117(75-AD-MISC)/18
Dated 22.10.2018

No. PS/SECY/ 2548
Dated: 09-11-2018
TRANSPORT DEPT.

PA to Chief Economist, P&D Dept.
Dairy No. 1882
Dated: 25-10-2018

PS TO SECRETARY LGD
DIARY No. 212
DATED 23-10-18

PS to Minister for
PS to Minister for
Diary No. 237
Dated 23/X/18

Contd. Page 2

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4. Karachi Urban Mobility Project with total cost USD 500 m (WB share US$ 400 M; GoS share US$ 100 M) and spanning over a period of 5 years will improve urban mobility, accessibility and road safety in Karachi, through the construction and rehabilitation of mass transit infrastructure including BRT system along the 22 km long Yellow line corridor - drainage, lighting, bus ways, stations, terminals and depots. It will also increase road safety through infrastructure investments, improvement in enforcement and mass communication alongwith building the capacity of the Sindh Mass Transit Authority (SMTA).

5. Moreover, the objectives of above three projects without consolidated costs were earlier approved by Honorable Chief Minister Sindh vide summaries placed at **Annexure – III & IV** for requesting World Bank through EAD, GoP to initiate the necessary interventions for materializing these projects. Accordingly, EAD, GoP was approached for further processing **(Annexure-V)**.

6. The Concept paper of Karachi Urban Mobility Project has been shared by Transport and Mass Transit department and is being evaluated for clearance and sending to Federal Government for approval **(Annexure-VI)**. Whereas, the concept papers of Karachi Water and Sanitation Services Improvement Project and Karachi Urban Practice Management Project are in the process of receipt from Local Government department.

7. Honourable Chief Minister, Sindh is requested to accord his concurrence for the Karachi Water and Sanitation Services Improvement Project at the cost of US$ 400 M; Karachi Urban Practice Management Project with total cost US$ 250 m and Karachi Urban Mobility Project with total cost US$ 500 m for processing through Provincial Development Working Party and approaching World Bank for financing through Economic Affairs Division, Government of Pakistan.

8. Honourable Chief Minister, Sindh may like to approve proposal at para-7 above.

9/11/18

(Muhammad Waseem)
Chairman
Planning & Development Board

09/11/18

9. **SECRETARY, TRANSPORT DEPTT.**

10. **SECRETARY, LOCAL GOVT. DEPTT.**

11. **SECRETARY, FINANCE DEPTT.**

12. **CHIEF SECRETARY, SINDH**

13. **CHIEF MINISTER, SINDH**

No. PS/Chairman, PSDE/Sum/Note
Inward # ____ Dated ____
Outward # 64 Dated 9-11-18
09-11-2018
TRANSPORT DEPTT.

9-11-2018

475

GOVERNMENT OF SINDH
PLANNING & DEVELOPMENT
DEPARTMENT

SUMMARY FOR CHIEF MINISTER, SINDH

SUBJECT: - WORLD BANK PROPOSED ASSISTANCE UNDER KARACHI TRANSFORMATION STRATEGY (KTS) FOR KARACHI WATER AND SANITATION SERVICES IMPROVEMENT PROJECT, KARACHI URBAN PRACTICE MANAGEMENT PROJECT AND KARACHI URBAN MOBILITY PROJECT

The World Bank conducted Karachi City Diagnostic Survey which resulted in Karachi Transformation Strategy under which many projects were evaluated and transpired into implementable interventions. Karachi Neighborhood Improvement Project (KNIP) which was approved in 2016 with an estimated cost of US$ 100 million is under implementation. Besides the Chief Minister, Sindh in a high level meeting held on 24-10-2018, prioritized the following three projects and directed the P&D Department to initiate spade work on these important projects to make city of Karachi more livable, resilient and economically competitive in this modern era being the financial and economic hub of the country. Accordingly spade work has been done in consultation with Karachi Water & Sewerage Board, Local Government Department and Transport Department. The crux of the deliberations is as follows:

2. Karachi Water and Sanitation Services Improvement Project with an estimated cost of USD 1.6 b and spanning over a period of 12 years - (USD 640 m WB, USD 640 m AIIB, USD 320 m GoS) will support KWSB to deliver safe and reliable water and sewerage services and encourage private sector investments in water supply and wastewater treatment. The project will also focus on increasing KWSB's fiscal sustainability alongwith reforms in management & capacity building at operational level. The first phase of the project has been estimated at US$ 400 million (WB: US$ 320 M, GoS US$ 80 M) for a period of 5 years. Details of activities under phase-I are at Annexure-I. Local Government Department has submitted a summary in this regard which is attached in original at **Annexure-II**, because all the three projects are being submitted in consolidated shape through instant summary.

3. Karachi Urban Practice Management Project with total cost USD 250 m aims to improve the institutional performance and management capacity of the Karachi Metropolitan Corporation (KMC) and District Municipal Corporations (DMC), and enhance the competitiveness of the city. It will support improvement in infrastructure and service delivery by performance-linked block grants to six DMCs and KMC to fund local-level infrastructure and municipal services.

Contd...P-2

PS TO SECRETARY LGD
DIARY NO.............
DATED 9-11-2018

MF

No. SO(Dev.)-T&C-5/148-P&D/2018

GOVERNMENT OF SINDH
PLANNING & DEVELOPMENT
DEPARTMENT
Karachi, dated 11th December, 2018

The Chief (PIA) Section
(Public Investment Authorization Section)
Planning, Development and Reforms Division
'P' Block, Pak Secretariat
Government of Pakistan
Islamabad

Subject: **KARACHI URBAN MOBILITY PROJECT (YELLOW LINE BUS RAPID TRANSIT BRT) COSTING RS. 65,968 MILLION (LOCAL RS. 12,768 MILLION + FEC RS 53, 200 MILLION (496 US $ MILLION) (US $ 1.00 = PKR 133.00/-) (2018-19) CONCEPT CLERANCE PROPOSAL.**

I am directed to enclose herewith 45 copies of Concept Clerance Proposal (CCP) of above mentioned proposal duly cleared by PDWP in its meeting held on 30-11-2018, for its further consideration by CDWP. The CCP has been signed by the Secretary, Transport and Mass Transit Department, Government of Sindh and countersigned by the Chairman, P&D Board, Sindh. Copy of the PDWP minutes of 30.11.2018 is enclosed.

3. This issues with the approval of Chairman, P&D Board, Sindh.

11/12/18
(SHAHNAZ SIDDIQUI)
SR.CHIEF (DEVELOPMENT)

Copy is forwarded for information to:

- The Secretary Economic Affairs Division, Govt. of Pakistan, Islamabad. (CCP Enclosed)
- The Secretary, Ministry of Planning, Development & Reforms Division, Government of Pakistan, Islamabad (CCP Enclosed)
- The Secretary, Ministry of Finance, Government of Pakistan, Islamabad. (CCP Enclosed)
- The Sr.Chief (T&C) Ministry of Planning, Development & Reforms Division, Government of Pakistan, Islamabad (CCP Enclosed)
- The Secretary, Transport & Mass Transit Department, Government of Sindh, Karachi.
- The Chief, (Transport) Section, P&D Department, Government of Sindh, Karachi.
- The Chief, (F/Aid) Section, P&D Department, Government of Sindh, Karachi. (CCP Enclosed)
- PS to Chairman, P&D Board, Sindh.
- The Secretary, (Planning) P&D Department, Government of Sindh, Karachi.
- PA to Member (E&I), P&D Board, Sindh. (CCP Enclosed)
- PA to Member (Development), P&D Board, Sindh.

SR.CHIEF (DEVELOPMENT)

No. SO(Dev.)-T&C-5/148-P&D/2018

GOVERNMENT OF SINDH
PLANNING & DEVELOPMENT
DEPARTMENT
Karachi, dated 11th December, 2018

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- The Sr.Chief (T&C) Ministry of Planning, Development & Reforms Division, Government of Pakistan, Islamabad (CCP Enclosed)
- The Secretary, Transport & Mass Transit Department, Government of Sindh, Karachi.
- The Chief, (Transport) Section, P&D Department, Government of Sindh, Karachi.
- The Chief, (F/Aid) Section, P&D Department, Government of Sindh, Karachi. (CCP Enclosed)
- PS to Chairman, P&D Board, Sindh.
- The Secretary, (Planning) P&D Department, Government of Sindh, Karachi.
- PA to Member (E&I), P&D Board, Sindh. (CCP Enclosed)
- PA to Member (Development), P&D Board, Sindh.

SR.CHIEF (DEVELOPMENT) 11/12/18

Sr. No.	Name	Designation	Department/Company	Contact Number	E-mail	Signature
10	Muhammad Athar	Ex-DG	KMTD			
11	Syed Qaiser Ali	Chief Engr.	KIDCL	0333-8775366	ce.eg.mailing@gov.pk	
12	Tanveer Ahmed	Director	KIDCL	0333-2237310	tanveer@cawoild.com	

ATTENDANCE SHEET

SUBJECT: **JOINT SESSION KIDCL & GOS CONSULTANT FOR THE POLICY LEVEL**

DATED: 19-08-2016

Sr. No.	Name	Designation	Department/ Company	Contact Number	E-mail	Signature
1						
2						
3	Bilal Ahmed Memon	CFO KIDCL.	GoP	0323-2433846.	cfo@kidcl.com.pk.	
4	ABDUL AZIZ	DIRECTOR TECHN.	TMTD GOS	0334-2634070	-	
5	Hussein chokh	P. Manager	Blic consultant	+971 561030277	ck@blic.ae	
6	Philipp Bartz	General Manager	BLIC JV	+971 50 2253786	pb@blic-de	
7	S.M. Tayyab	Chief Engineer (Traffic)	EA Consulting Pvt. Ltd.	03009244832	tayyab.syed@eaworld.com	Tayyab
8	ASHAR H. LODI	Director	Enforcement Engg.	~~0300~~ 03332107118	ashar.lodi@enforcement.com.pk	
9	Asadullah Shah	D.G.	KMTC	0300-2319480	asadullahshah94@gmail	

		project concept paper and the modified version of the same was submitted to P&D board on 29th November 2018. • The Project Concept paper was discussed in the PDWP meeting held on 30th November 2018 and it was cleared with some minor observations. • Now, the modified concept paper incorporating all the queries raised in PDWP was sent to Secretary TMTD for approval and signature.
5.	**Way Forward**	• The modified concept paper has been sent to P&D with the consent of Secretary TMTD for further proceed to EAD Islamabad. • Regarding termination of the Concession Agreement signed with the Chinese firm on September 2016, after the vetting of Termination Notice Letter from Law Department, the same will be issued to the CUEC (the Concessionaire) for termination of the Concession Agreement.

Prepared by __ Abdul Aziz
Director (Bus Operations and Management),
Sindh Mass Transit Authority,
Transport & Mass Transit Dept.
Government of Sindh _____ 5/12/2018

Checked by __ Mr. Muhammad Athar
Managing Director
Sindh Mass Transit Authority,
Transport & Mass Transit Dept.
Government of Sindh _____ 5/12/2018

Approved by _ Mr. Muhammad Akhtar Ghouri
Secretary
Transport & Mass Transit Dept.
Government of Sindh _____ 07/12/18

Counter Sign by _ Muhammad Waseem
Chairman
Planning and Development Board
Government of Sindh _____

Chairman
Planning & Development Board
Government of Sindh

3.4	Enforcement and Mass Communication	0.0	0.0	266.0	266.0	532.0
4	**Capacity Building and Technical Assistance**	**66.5**	**332.5**	**332.5**	**66.5**	**798.0**
4.1	Project Management	66.5	66.5	66.5	66.5	266.0
4.2	KDA and KMC Capacity Building in traffic management and road safety	0.0	133.0	133.0	0.0	266.0
4.3	Support to Regional Transport Authority in managing routes permits and monitoring	0.0	133.0	133.0	0.0	266.0
	Overall Cost	***731.5***	***3125.5***	***35843.5***	***24937.5***	***65968.0***

Time Frame and Budget (Rs million)

Proposed Schedule

S.No	*Components*	*Year 1*	*Year 2*	*Year 3*	*Year 4*	*Total*
1	**Urban Corridor - Road Infrastructure**	**665.0**	**1330.0**	**15295.0**	**17290.0**	**35910.0**
1.1	Road rehabilitation including NMT , Motorcylists facility and traffic management (along BRT corridor and off corridor along direct and feeder routes)	0.0	0.0	10640.0	13300.0	23940.0
1.2	Utilities relocation and improvement (drainage, telecomunication,sanitary, lighting etc.)	0.0	0.0	4655.0	3990.0	8645.0
1.3	Environmental Management Plan	0.0	133.0	0.0	0.0	133.0
1.4	Social Management Plan	0.0	665.0	0.0	0.0	665.0
1.5	Deatiled Design, Bidding Documents and Construction Supervision	665.0	532.0	665.0	665.0	2527.0
2	**Development of a BRT System**	**0.0**	**0.0**	**16625.0**	**5985.0**	**22610.0**
2.1	BRT Infrastructure (busways, stations, shelters, terminals ,depots and ITS)	0.0	0.0	7980.0	5320.0	13300.0
2.2	Compensation and Livelihood Rehabilitation Plan of existing bus operators	0.0	0.0	665.0	665.0	1330.0
2.3	BRT system operation (contribution to BRT fleet cost in the concession agreement)	0.0	0.0	7980.0	0.0	7980.0
3	**Traffic Management and Road Safety**	**0.0**	**1463.0**	**3591.0**	**1596.0**	**6650.0**
3.1	Traffic Signals and ATC	0.0	1330.0	1995.0	0.0	3325.0
3.2	Pedestrian and Motorcycle Infrastructure Investment	0.0	0.0	1330.0	1330.0	2660.0
3.3	Crash Database	0.0	133.0	0.0	0.0	133.0

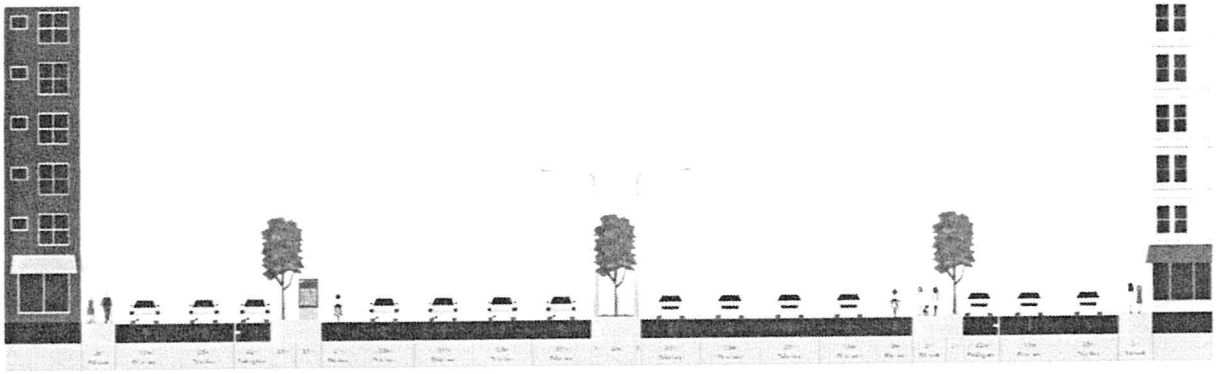


Figure 6 Segment 6 – Existing cross section

First Draft of Yellow BRT Services – Trunk, Direct, and Feeder services

11. As per the ODBM study, the BRT route network proposed for Karachi Yellow BRT corridor follows the concept of 'Direct-services', where BRT services can run on and off-corridor, connecting the main origins and destinations. This route design reduces the necessity of transfers between BRT services, enables the passengers to access the BRT directly from outside the corridor and decreases the infrastructure costs. The map below shows the itineraries of the proposed services in a draft version.

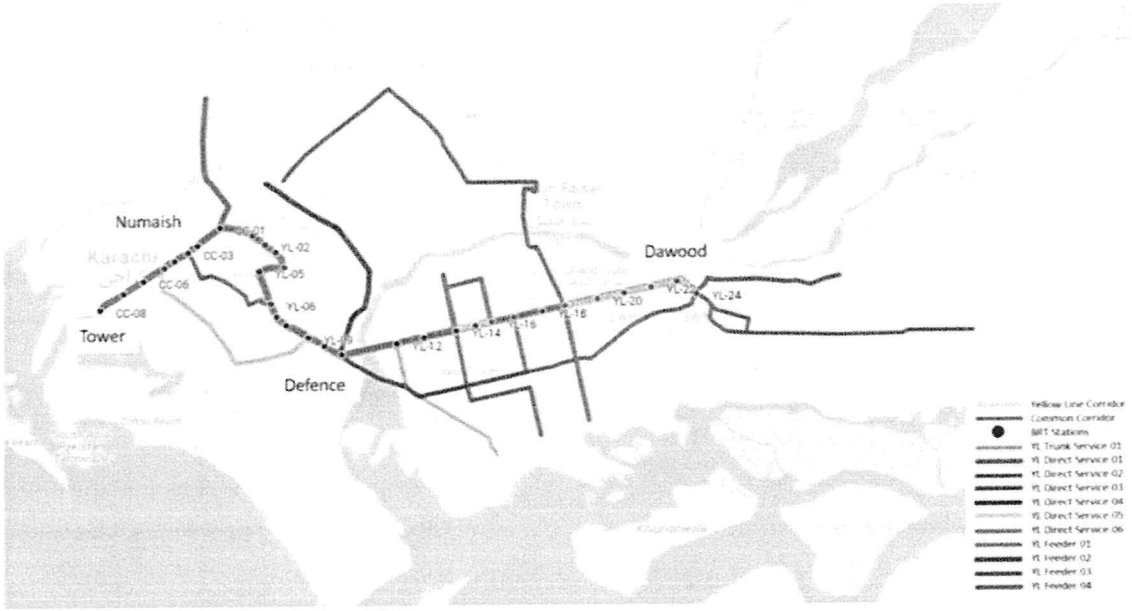


Figure 7 Yellow Corridor BRT Services

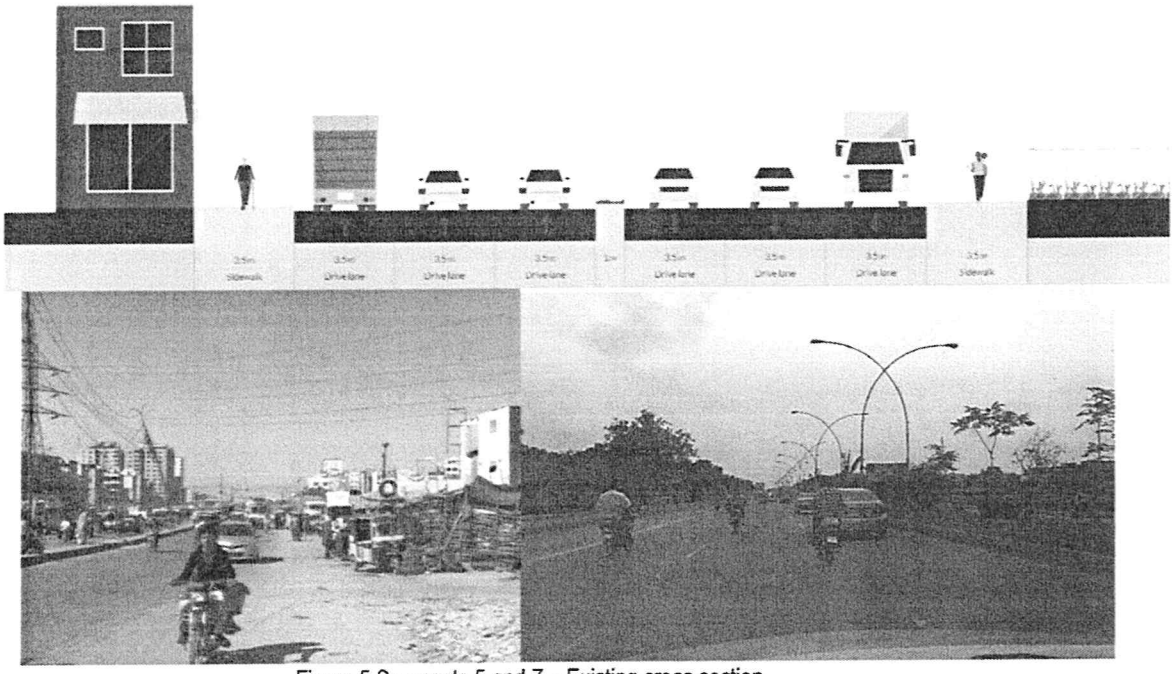


Figure 5 Segments 5 and 7 – Existing cross section

8. Generally, the available ROW can be assumed to be of at least 35m on the main carriageway components. In terms of land acquisition and relocation, two locations stand out as potential source of challenges during implementations stages and where a diligent and conscientious approach would be required during infrastructure detail design phase.

(i) Vicinity of station 14 – Khayaban-e-Ittehad, just north of KPT interchange: (left) depicts the type of encroachments currently occurring at this location and for approximately 100 m. No permanent structures are observed. Makeshift stands occupy the ROW commercializing from cattle to mechanical spare parts.

(ii) Vicinity of station 19 – Kala Pull, north of the propose station location and in direct proximity with the railroad crossing, the cross section is constrained at this location by permanent structures.

Segment 6 – Shahrah-e-Faisal

9. Heavy traffic flows on a well-established, dense, and complex urban setting make this segment the most challenging for functional design particularly when considering BRT services will necessarily share ROW privileges with general traffic. Two flyovers provide connectivity between Korangi Road and Shahrah-e-Qaideen using the alignment of Shahrah-e-Faisal for approximately 800 m.

10. At this segment, the ROW is generous with a width of over 60 m allowing for a freeway type of operation with service roads, sidewalks, and on-street parking provision.

the construction of a parallel new structure. Traffic reorganization and flow management is anticipated due to the KPT interchange flyover accesses landing on the river's west bank.

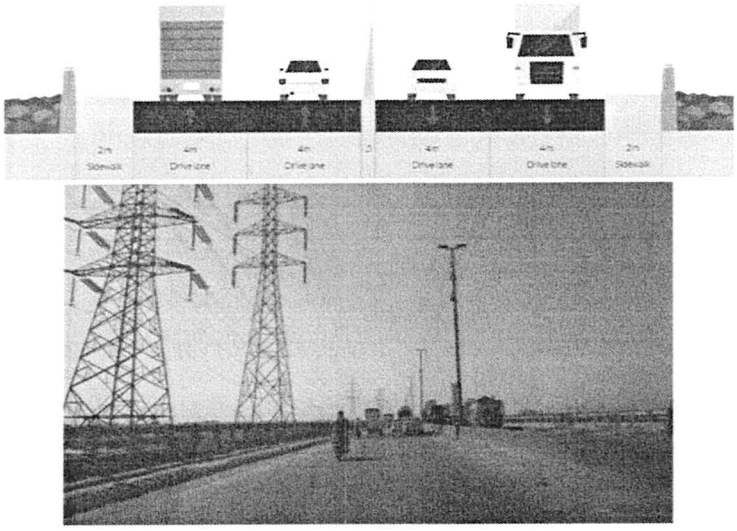


Figure 3 Segment 3 – Existing cross section

Segment 4 – KPT Interchange

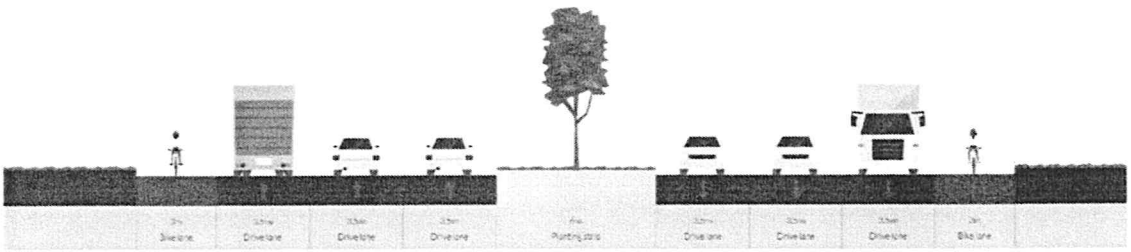
5. The section underneath the KPT interchange features a large elliptical rotary with a minor axis of approximately 130 m. Existing traffic flows ply 2x3 carriageways in a generous and undeveloped area. No major ROW encroachments are found catering adequately for BRT implementation.

Figure 4 Segment 4 – Existing cross section

Segments 5 and 7 – Korangi Road and Shahrah-e-Qaideen

6. These segments keep the 2x3 ROW across a more dense, established, and busy area. Mixed uses are found flanking the segment varying from residential to commercial and institutional. The presence of service roads is rare, discontinuous, and only at specific locations where clear planning initiatives have taken place to improve traffic flow ROW allowing.

7. Pedestrian and NMT facilities are not enforced despite a considerable number of dwellers and pedestrians on the road. Median width varies from 1m at the Khayaban-e-Ittehad station area to 5/6 m at the DHA More Station.



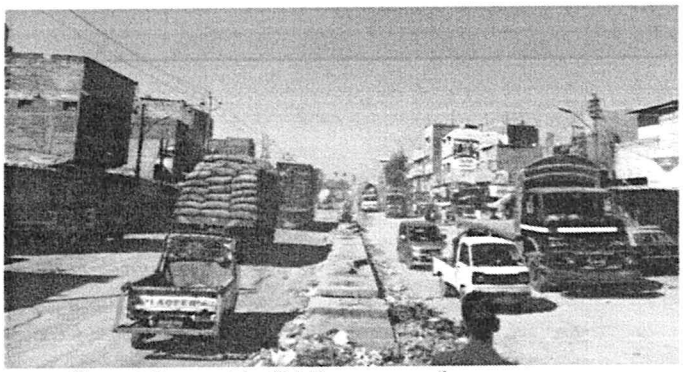


Figure 1 Segment 1 – Existing cross section

Segment 2 – Korangi Road along Korangi Industrial Area

2. The segment with the widest and most generous ROW extending consistently up to 80 m. It is characterized by a 2x3 carriageway flanked by 2-lane or more service roads used as unofficial parking space, freight cargo load and unload, and/or vehicle maintenance area. These service roads are not continuous and are often interrupted at various locations.

3. No land acquisition nor relocation activities are expected. Encroachments related to public space invasion and illegal parking are anticipated.

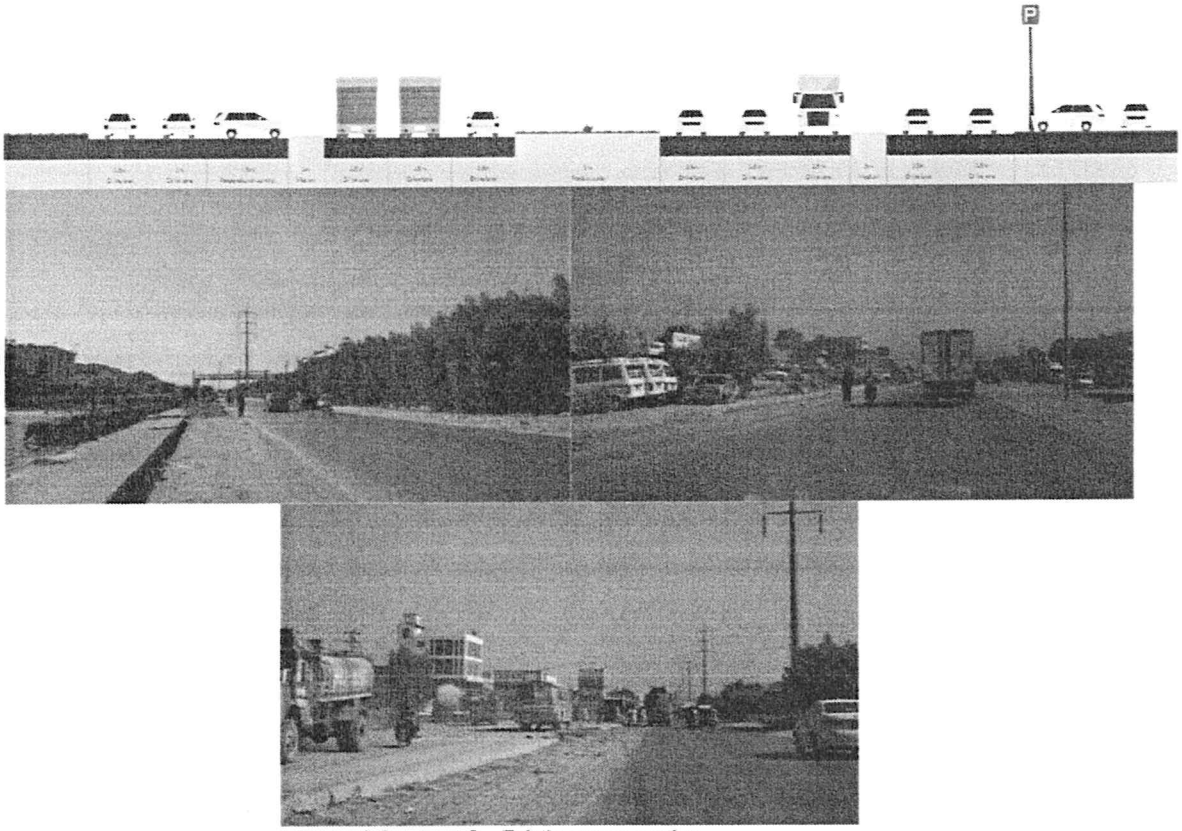


Figure 2 Segment 2 – Existing cross section

Segment 3 – Malir River Bridge

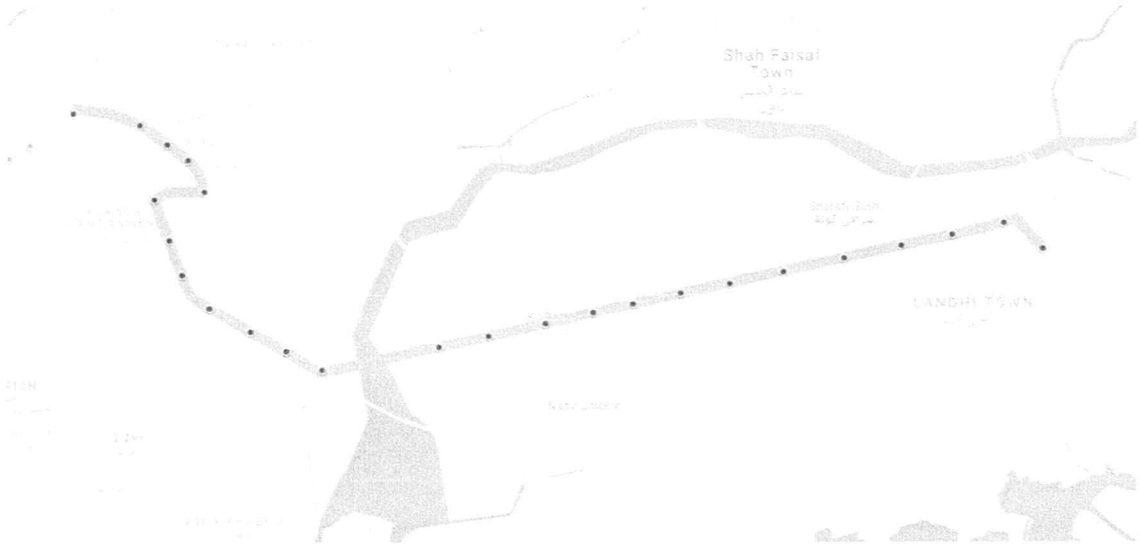
4. A 2x2 bridge currently connects Korangi industrial area with the DHA/Karachi districts with an overall ROW of 20 m. Expansion of the existing structure is unlikely and capacity increases will only be attainable through

Feasibility study is under preparation, will be completed by February 2019

12. Status of PC-I/PC-II:

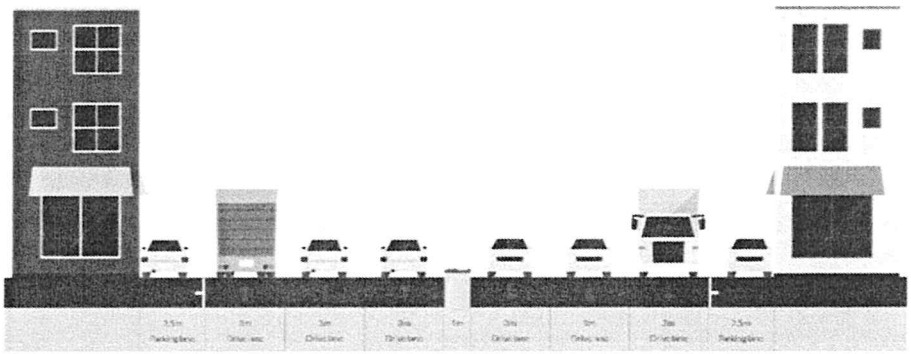
PC-I will be completed by March 2019.

Project Location:



Segment 1 – Future Colony

1. The section with the narrowest available ROW varying from 24 to 30 m in width. The area is predominantly residential with active formal and informal commercial activity present directly into the ROW. The cross section proposed by the project will primarily improve pedestrian facilities and rehabilitate the carriageway currently in disastrous state. Land acquisition will not be required, however, there are vendors some of these whom may need to be relocated because of the implementation of the project. In addition, due to the frequency of road encroachments from commerce and illegal parking, special attention and enforcement will be required.



maintenance, c) the implementation of the compensation and livelihood rehabilitation plan for the affected existing bus operators, and d) a program of regular engagement with key stakeholders, and implementation of a public relations and media strategy for generating support and disseminating information on the BRT system. This component will support SMTA and TransKarachi bringing the private sector to operate the BRT System, in particular this Component will support GoS in signing a concession agreement for bus operation and other BRT facilities management.

Component 3: Traffic Management and Road Safety
This component will include investment in an area traffic control system (ATC), in road infrastructure safety, in enforcement and mass communication, and in crash data collection and management aspects of road safety along the corridor and other parts of Karachi. A special focus will be given to motorcyclists and pedestrian safety.

Component 4: Capacity Building and Technical Assistance. This component will finance: a) project management cost; b) capacity building for KDA and KMC in traffic management and road safety, c) support to regional transport authority in automating the management and monitoring of bus routes permits; and d) financing feasibility and design studies for other mass transit corridors in the city.

Project Implementing Organization: Sindh Mass Transit Authority shall look after the planning, detailed preparation and implementation of the project. TransKarachi will manage the operation and maintenance of the BRT System.

Other Stakeholders: Planning and Development Board (P&D), Karachi Municipal Cooperation (KMC) and Karachi Development Authority (KDA) will be the main Government entities involved in this project. Karachi Transport Ittihad, Karachi Association of Trade and Industry (KATAI) and other civil society organizations will also be stakeholders in this Project.

9. **Requirement:**

i) Equipment (Indicate major items and estimated value)- TBD at later stage

ii) Material (Specify items along with value)- TBD at later stage

iii) Training (Indicate): TBD at later stage

10. **Whether included in the Current Five-Year Plan?**

This project is a priority investment of the Karachi Urban Transport Master Plan for 2030 that was developed by JICA in 2012. This project is also proposed under the Karachi Transformation Strategy.

11. **Whether Feasibility Study carried out / proposed to be carried:**

Beneficiaries: It is estimated that more than 400,000 people will benefit from this project, particularly people living and working along the Korangi industrial area. The project will improve the safe and secure accessibility of women and people with limited mobility to jobs and other economic activities. The project will also focus on climate change adaptation and mitigation measures and other environmental Co-Benefits by shifting road users from polluting transport modes (e.g. old, poorly maintained buses and motorcycles) to lower carbon modes (e.g. cleaner BRT buses and non-motorized transport), and by providing resilient transport infrastructure and increasing the capacity of authorities to deal with disaster situations.

PPP: The private sector will be involved in various project stages, particularly in the operation and maintenance of the BRT system. A financing options study managed by the World Bank will determine the involvement of the private sector in this project.

Components	**Indicative Cost (Rs. Million)**	**Indicative Cost (USD Million)**
Component 1: Urban Corridor- Road Infrastructure	35,910	270
Component 2: Development and Operationalization of a BRT System	22,610	170
Component 3: Traffic Management Road Safety	6,650	50
Component 4: Capacity Building and Technical Assistance	1,330	10
Total	**66,500**	**500**

The key results specific to the Project corridor are:

- Reductions in travel time, particularly for public transport passengers;
- Improvement in public transport quality of service;
- Increase women ridership in public transport;
- Reductions in road traffic fatalities;
- Accessibility improvements for jobs and housing;
- Reduction in CO_2 emissions

Component 1: Urban Corridor- Road Infrastructure

This component will consist of rehabilitation or reconstruction of road infrastructure and related utilities (e.g. street lighting, sewer/water supply, drainage), traffic management and non-motorized transport facilities along the Yellow Corridor (façade to façade) and along the routes of the direct and feeder services. This component will also finance the Environmental and Social Management Plans as well as construction supervision.

Component 2: Development and Operationalization of a BRT System

This component will finance: a) BRT infrastructure implementation, including segregated bus-ways, interchange facilities, stations and bus shelters, terminal and depots, ITS, facilities for pedestrians, motorcyclists and non-motorized transport; b) BRT system operation and

transport vehicles (including buses, minibuses, and coaches) serving 267 routes in the city. Since 2010, the number of minibuses has decreased from about 22,000 to less than 10,000 in 2017.

Women have a particularly low economic participation rate in Karachi, only 8%, due to the lack of affordable, safe and secure transport that they can use. The Government of Sindh has addressed this issue in its "Vision 2025" plan which targeted a 45% economic participation for women. This will require massive improvements in public and non-motorized transport suitable for their use.

The analysis of household data collected in a JICA-sponsored study indicates that jobs in Karachi are highly concentrated within the inner city. These centrally located jobs are often high skill, "white collar" jobs while employment opportunities for people with much lower skills and education requirements are much more dispersed. As the city expands to accommodate a growing population, the poor increasingly live at the periphery. Travel from their low density, sprawling housing locations in the far suburbs to the equally spread out locations with suitable employment opportunities is costly and time consuming. This limits employment possibilities for the poor, especially women.

As part of the study for Karachi Transportation Improvement Project known as JICA Master Plan of 2012, a Karachi Urban Transport Master Plan (KUTMP 2030) was developed. KUTMP has identified priority mass transit projects that Karachi needs to undertake to overcome the looming urban mobility crisis. It proposed 2 Metro Rail Transit (MRT) Lines (KCR and KCR extension), 4 Light Rail Transit (LRT) Lines (Blue, Brown, Yellow and Silver), and 5 BRT Lines (Green, Red, Orange, Purple and Aqua). KUTMP prioritized the implementation of the KCR, and the Green, Orange, Red, Blue and Yellow Lines.

Background of engagement with the World Bank for Karachi:

The Governments of Pakistan and Sindh are committed to transforming Karachi into a livable and competitive megacity. GoS has an ongoing dialogue with the World Bank, which involves various stakeholders in the city, and recently led to a comprehensive multi-sector Karachi City Diagnostic / Transformation Strategy report. The report presented detailed data on the economy, livability and key urban services of the city and identified and quantified the requirements to bridge the services gap in the city. It also proposed pathways towards the transformation of Karachi into a more livable, inclusive and economically competitive city by outlining policy actions that the city can undertake. In this regard, World Bank-supported Karachi Neighborhood Improvement Project (KNIP) with a lending envelop of USD 86 million is already underway.

Description of Proposed Project:

Objective: The Project Development Objective is to improve mobility, accessibility and safety along the Yellow line BRT Corridor in Karachi.

6. **Sources of Financing:**

The World Bank - International Development Association (IDA) share towards the project financing would be 80% of the total project cost, which will also be equivalent to the Foreign Exchange Component (FEC). Whereas the Government of Sindh Share would be 20%, i.e. the Local Component (LC). The project financing proportions may vary at the PC - I / PC - II stage.

(USD Million)

IDA	GOS	TOTAL
400	96	496

The private sector may contribute to the operation, management and maintenance phase of the project.

7. **Period of Implementation**

4 to 5 years after the approval and issuance of Administrative Approval - FY19 to 24

8. **Brief Description of the Project (Sector Wise)**

Context

Karachi is the largest city of Pakistan, the country's main financial center and the only megacity in the country, having a population of 16 million as per the 2017 census. Karachi is also one of the fastest growing cities in the country, with an average growth rate of 3.5%. The Karachi metropolitan area covers 3,600 square km, with a built-up area of approximately 1,600 square km. Karachi divisison includes six districts, divided into eighteen towns and 178 Union Councils (UCs). Additionally, there are six cantonments areas, and the Defense Housing Authority (DHA), which also plays a significant role in the development of Karachi.

Citizens of Karachi rely almost entirely on the road network for travel within the city. The city has approximately 10,000 kilometers of roads, with local roads accounting for 93 percent and highways and arterial roads for less than 5 percent of the total length. There is currently no mass transit system per se. There are nearly 13.5 million motorized trips made each day within the city, of which about 42 percent are made by public and 58 percent by private transport. There were 4.4 million registered vehicles in Karachi as of mid-2018 (over 30 percent of the national total), and private vehicles—mainly motorcycles and cars—constitute about 84 percent of total registered vehicles, while public transport accounts for 4.5 percent of the total registered vehicles. With growth rates for private vehicles at over 4 percent, there are now over 1,000 new vehicles added to the streets of the city each day. There are over 12,000 public

CONCEPT CLEARANCE PROPOSAL

Subject: Request to Clear Project Concept on Proposed Foreign-Funded Karachi Urban Mobility Project

Sector: Transport
Sub-sector: sub-national government, city financing

1. **Project Title:** Karachi Urban Mobility Project

2. **Location:**

   Yellow Line Bus Rapid Transit (BRT) Project – which is a 22 km long urban arterial starting at Dawood Chowrangi in the east near Landhi and running through Korangi industrial area, ending in Numaish at the center of Karachi.

3. **Sponsoring Agency:** The Transport & Mass Transit Department and Sindh Mass Transit Authority, Government of Sindh with the financial assistance from the World Bank.

4. **Executing Agency:** Sindh Mass Transit Authority, Transport and Mass Transit Department, Government of Sindh.

5. **Cost:**

(Rs. Million)

Local	FEC	Total
12,768	53,200	65,968

(USD Million)

Local	FEC	Total
96	400	496

(US$ 1.00 = PKR 133.00)

4671

TRANSPORT AND MASS TRANSIT DEPARTMENT

GOVERNMENT OF SINDH

CONCEPT CLEARENCE PAPER

(Modified)

Karachi Urban Mobility Project

Estimated Cost PKR 65.968 Billion

(USD 496 Million Equivalent)

SINDH MASS TRANSIT AUTHORITY

(December 2018)

detailed design therefore cost estimates for construction and operation of project was justified and the estimates were based on NHA CSR 2014 with 20.845% premium. About CNG buses, he stated that NOC had been obtained from LNG Association and would now be the part of the updated PC-I.

8. The Chair enquired what was the conversion rate of US dollar for the estimates prepared, the Project Director apprised that the modified PC-I which was considered in CDWP was based on 1 US$ =Rs. 115.00. He commented that rate of dollar had increased as compared to the rupee, therefore the estimate be prepared on the current rate of dollar and accordingly the cost be worked out and on an updated PC-I requisite copies of modified PC-I be sent to the Planning Commission with clear cut indication for consideration. The Project Director, Red Line BRTS agreed to do.

9. After detail deliberations, the forum took following decision:-

Decision: -

The PC-I of the scheme at updated exchange rate (1 US$ = Rs. 138) was cleared for consideration and approval of CDWP/ ECNEC at a cost of Rs. 78,707.61 million (US$ 570.34 million) with ADB and other donors share of Rs. 67,620.61 million (US4 490 million) (86%) and Government of Sindh share of Rs. 11087.00 million (US$ 80.34 million) (14%).

Item No. 2: **Construction of BRT Red Line Project (Modified PC-I) (New) ADP# 2249), 2018-19, Estimated Cost Rs. 65,589.10 million**

6. It was informed that the above said modified scheme PC-I was based on detailed Engineering Design at a total cost of Rs. 65.859 billion (US$ 570.34 million) including FEC of Rs. 56.35 billion (ADB & co-financing partners including AIIB, AFT & GCF (Green Climate Fund) shares of US$ 490 million was forwarded in September 2018 to M/o Planning Development & Reforms, Government of Pakistan for consideration/ approval of CDWP/ ECNEC in pursuance of CDWP decision of 16.07.2018. The scheme envisaged construction of metro bus dedicated corridor measuring 29.5KM in length, out of which 26.84 KM at grade section, 0.8 KM elevated and 1.86 KM underground section. The BRT corridor starts from Numaish and ends at Malir Halt. The scope of work included civil/ electric works and six off-corridor routes including direct and feeder services and rehabilitation of 5 KM existing roads, repair of 20 KM existing roads and provision of 200 bus shelters with bus bays. The other ingredients of the project were procurement of 199 buses (comprising three types 9m, 12m & 18m), provision of ITS equipment & security systems, resettlement plan, relocation of utilities, staging facility KGA and UG Mezzanine floor, provision of Non-Motorized Transport feeder vehicles, bus industry restructuring program and 3 years operational cost for Trans Karachi. The project has an allocation of Rs.100 million in ADP 2018-19 of Govt. of Sindh.

7. It was further informed that the above said modified PC-I was discussed in a pre-CDWP meeting held on 15th October, 2018 and replies to the observations made were furnished to M/o Planning, Development & Reforms, GOP which were discussed. The Pre-CDWP had desired for clearance of the modified PC-I from PDWP to get the ratification of Provincial Government. Although it was clarified in the Pre-CDWP meeting that modified PC-I has endorsement / clearance of Provincial Government. However it was desired that formal clearance of the PDWP for the modified PC-I be conveyed to M/o Planning, Development & Reforms prior to submission to ECNEC. It was further informed that CDWP in its meeting on 17.10.2018 had deferred the consideration of the scheme and would reconsider the scheme in light of the Report submitted by the Committee constituted. Meanwhile M/o Planning, Development & Reform, GOP had desired for clearance of the modified PC-I of the scheme from PDWP. Accordingly, the scheme PC-I had been placed for consideration of the forum. Project Director Red Line informed that PC-I was based on

Red Line and Yellow Line? The MD (SMTA) replied that the amount under this head had been reduced and only amount Rs. 266.00 million for KDA & KMC and same amount Rs. 266.00 million for support of Regional Transport Authority in managing routes permits and their monitoring had been allocated . The Project Director Red Line informed that Rs. 115.00 million was allocated in Red Line Project for the capacity building of SMTA and Trans Karachi . Chief (Transport) also indicated that by constructing the BRT Yellow Line a road namely "8000 from Jam Sadique Ali Bridge to Dawood Chowrnagi" being a mega project of Local Government Department, Government of Sindh would be damaged, the Chair agreed and commented that the position had been apprised to the CM, Sindh , however Chair suggested that the MD, SMTA may hold a meeting at this stage for avoiding the maximum loss and fixing an alignment on median of the road. Member (Services), P&D Board informed that apart from the road 8000, other bridge structures like Jam Sadique Ali Bridge, Qayomabad KPT Flyover, FTC Flyover and Bridge at Sharah-Quaideen and structures at the junction of Shahrah-e-Quaideen and Shahrah-e-Faisal would also come in the Yellow Line alignment, therefore, he suggested that there was need of carrying out a proper study before fixing the alignment.

4. Chief (Transport), P&D Department apprised that Rs. 532 million had been allocated for the feasibility and design of BRT Brown Line , whereas at this stage there was no need of study because a TMT department had started work on number of lines and moreover this would be a loan amount. The Chair also agreed and strictly directed that this provision be deleted from the overall cost. The representative of T&MT Department agreed to modify the proposal and accordingly the cost.

5. After detailed deliberations, the forum took following decisions:-

Decisions:-

The Concept Clearance proposal at a modified cost of Rs. 65968.00 million (US $ 496 million) was cleared for consideration and approval of CDWP.

MINUTES OF PROVINCIAL DEVELOPMENT WORKING PARTY MEETING HELD ON NOVEMBER 30. 2018, AT 11:00 A.M (FRIDAY), PLANNING & DEVELOPMENT DEPARTMENT, GOVERNMENT OF SINDH.

LIST OF PARTICIPANTS ATTACHED

Item No. 1: **Karachi Urban Mobility Project (Yellow Line BRT Corridor in Karachi) (World Bank US $ 400 million + Private Sector US $ 100 million 2018-19) (Concept Clearance Proposal).**

The forum was informed that concept clearance proposal for the above said project was submitted by the Transport and Mass Transit Department in pursuance of the commitment made by the World Bank in the meeting with the Chief Minister, Sindh. It was further informed that the project title "Karachi Urban Mobility" had been designed with the objective to improve mobility; accessibility and safety along the yellow line BRT Corridor 22 Km long starting from Dawood Chowrangi in the east near Landhi and running through Korangi Industrial area and ending at Numaish intersection in the centre of Karachi. It was further informed that the project would be comprised of four components namely (a) Urban Corridor –Road Infrastructure (b) development of a BRT System (c) Road Safety (d) Capacity Building and technical Assistance.

2. It was pointed out the concept clearance proposal had been estimated at the cost of Rs. 500 US $ million (Rs. 66,500 million) which was on cost sharing basis i.e US $ 400 million to be funded by the World Bank and US $ 100 million by the Govt. of Sindh. Regarding the cost of project Rs.66500 million for 22 k.m long Yellow Line BRT corridor forum suggested for a cost comparative picture with similar projects especially with the BRT Peshawar. MD (SMTA) commented that the model of BRT Peshawar was similar to the BRT Yellow line and agreed to prepare comparative analysis with Peshawar BRT.

3. Chief (Transport), P&D Department, observed that the proposal had included Rs.5320 million for road safety which only suggest for crash data base, enforcement and mass communication, awareness and pedestrian and motor cycle safety programs. He commented that from such a big provision TMT Department could establish a well equipped road safety institute and could implement road safety measures not only along Yellow Line corridor but also in other part of Karachi City. The Chair also agreed to develop such institute out of such mega cost allocated for road safety. The Chair enquired how much amount was allocated for capacity building of SMTA under

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No.SO(PDWP)9/400-P&D/2018
GOVERNMENT OF SINDH
PLANNING & DEVELOPMENT DEPARTMENT

Karachi, dated 05th December, 2018

The Secretary
Finance Department
Government of Sindh
Karachi.

The Secretary
Transport & Mass Transit Department
Government of Sindh
Karachi.

Subject: - **MINUTES OF PDWP MEETING HELD ON 30.11.2018 IN P&D DEPARTMENT, GOVERNMENT OF SINDH, KARACHI**

I am directed to refer to the subject noted above and to enclose herewith a copy of minutes of PDWP meeting held on **30.11.2018**, pertaining to scheme of **Transport & Mass Transit Department** for information and necessary action.

(SHAHNAZ SIDDIQUI)
SR.CHIEF (DEVELOPMENT)
PH: 021-99211417

Copy is forwarded for information & necessary action to:

- The Additional Secretary (Dev), Finance Department, Govt. of Sindh, Karachi

SR.CHIEF (DEVELOPMENT)

C.c.to:-

- The Chief, Transport Section, P&D Department Govt. of Sindh, Karachi.
- PS to Chairman, P&D Board, Sindh.
- PS to Secretary (Planning), P&D Department, Govt. of Sindh, Karachi.
- PS to Member (E&I), P&D Board, Sindh
- PS to Member (Development), P&D Board, Sindh

5/12/18
SR.CHIEF (DEVELOPMENT)

2 PDWP file + 5/12/18
copies - Scheme file

NO.TMTD/SMTA/WB-2018
GOVERNMENT OF SINDH
SINDH MASS TRANSIT AUTHORITY
TRANSPORT & MASS TRANSIT
DEPARTMENT

Karachi, dated 7th December, 2018

To,

The Chairman,
Planning & Development Board,
Government of Sindh,
Karachi.

SUBJECT: MODIFIED PROJECT CONCEPT PAPER FOR YELLOW CORRIDOR BUS PAPID TRANSIT SYSTEM (BRTS)

I am directed to refer to the subject noted above and to enclose herewith a copy of the Project Concept Paper (02 Nos.), duly signed by the Secretary Transport & Mass Transit Department and Managing Director, Sindh Mass Transit Authority (in original) for taking further necessary action.

(GHULAM FAROOQ MANGRIO)
SECTION OFFICER (GENERAL)
For Secretary to Government of Sindh

A copy is forwarded for information to:-

4. The Managing Director, Sindh Mass Transit Authority, Govt. of Sindh.
5. The PS to Secretary Transport & Mass Transit Department, Govt. of Sindh Karachi.
6. Master File.

7/12/2018

SECTION OFFICER (GENERAL)

D:\2018\Letter 2018

CUEC 中國電氣進出口有限公司
CHINA NATIONAL ELECTRIC IMPORT & EXPORT CORP.

satisfaction / fulfilment thereof." Such Authority Dependent Concessionaire CPs include (without limitation):

(a) evidence that the Relevant Agreements, to which the Concessionaire is a party, have been executed; and

(b) evidence that Financial Close has been achieved.

It is noted that the Authority's facilitations, undertakings, assistances and supports contemplated by the Concession Agreement was resonated time and again in the bidding process for the Project and formed a critical basis for our participation in the same.

(4) It is to be noted that without the support of the Authority, as contracted in the Concession Agreement, the Project may never be implemented in its true spirit. In view of the fore-going, the Authority has been communicated several times of the nature and extent of the required facilitations, undertakings, assistances and supports. As such, however, the Concessionaire, to date, seeks and awaits the Authority's response.

(5) Be that as it may, the Concessionaire reasserts its continued interest in the Project and in the successful implementation of the same. Rest assured, the Concessionaire's commitment is unwavering provided that the Authority fulfils its contractual obligations and extends, at the very minimum, the supports and facilitations that are perennial for the Project's success.

(6) We look forward to your positive response to the afore-stated and to your support.

For and on behalf of
CHINA NATIONAL ELECTRIC IMPORT & EXPORT CORPORATION

中國電氣進出口有限公司
CHINA NATIONAL ELECTRIC IMPORT & EXPORT CORP.
Authorised Signature

.....
Name: Jing Shao
Designation: Project Manager

中国・北京・朝阳门外关东店南街 8 号 No.8, Guan Dong Dian Nan Jie, Chao Yang Man Wai, Beijing, China
邮编 Zip Code: 100020 Tel: 86 (10) 65842871-8 Fax: 86 (10) 65070796-7 Website: www.cuec.com.cn

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CUEC 中国電氣進出口有限公司
CHINA NATIONAL ELECTRIC IMPORT & EXPORT CORP.

DATED: NOVEMBER 20, 2018
REF:CUEC-7B-181120-S06

TO:
THE SECRETARY,
TRANSPORT AND MASS TRANSIT DEPARTMENT,
GOVERNMENT OF SINDH,
2ND FLOOR, TUGHLUQ HOUSE,
SINDH SECRETARIAT,
KARACHI,
PAKISTAN.

RE: YELLOW LINE BRT MASS TRANSIT PROJECT – INFRASTRUCTURE DEVELOPMENT OF THE PROJECT

Dear Sir,

(1) We, being CHINA NATIONAL ELECTRIC IMPORT & EXPORT CORPORATION (*a company incorporated and existing under the laws of Pakistan having its place of business at 81, Khayaban-E-Shujaat, Phase 6, D.H.A., Karachi*) (the **Concessionaire**), refer you, being TRANSPORT AND MASS TRANSIT DEPARTMENT, GOVERNMENT OF SINDH (*having its registered office located at 2nd floor, Tughluq House, Sindh Secretariat, Karachi, Pakistan*) (the **Authority**), to the agreement entitled "CONCESSION AGREEMENT" dated September 08, 2016 (the **Concession Agreement**) and entered into between the Concessionaire and the Authority;

*Unless otherwise defined in this letter (this **Letter**) or the context requires otherwise, all capitalized terms used herein shall have the meanings ascribed thereto in the Concession Agreement.*

(2) Firstly, the Authority is referred to the Authority Conditions Precedent set out in section 3.1(b) of the Concession Agreement. It is noted that to date none of such Authority Conditions Precedent have been satisfied and that the Concessionaire earnestly awaits and seeks an update on the same.

(3) Secondly, the Authority is also referred to the Authority Dependent Concessionaire CPs set out in section 3.6 of the Concession Agreement that "*require various facilitations, assistances, supports and undertakings from the Authority for the*

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邮编 Zip Code: 100020 Tel: 86 (10) 65842871-8 Fax: 86 (10) 65070796-7 Website: www.cuec.com.cn

(b) reimburse the Concessionaire in respect of all costs, fees, and expenses incurred by the Concessionaire for obtaining the approval / no objection / clearance of the Sindh Environmental Protection Agency in respect of the environmental impact assessment undertaken by the Concessionaire and duly approved by the Independent Engineer, where the Concessionaire has satisfied the provisions of Section 3.1(a) (xii)."	Not applicable, as the Concessionaire has not initiated / undertaken any of the specified tasks.

4. NOW THEREFORE, in pursuance of the provisions contained in Clause 3.4 of the Concession Agreement, the Sindh Mass Transit Authority by exercising its right, terminate the Concession Agreement by this Notice. Furthermore, in view of the provisions contained in Clause 3.9 of the Concession Agreement, the Parties shall have no claims against each other for costs, damages, compensation or otherwise termination of the Concession Agreement.

5. The contents of this Termination Notice is duly vetted by the Law Department, Government of Sindh vide letter No.S.LEGIS:9(37)/2016/195, dated 12-12-2018.

6. It is kindly requested to acknowledge the receipt of the termination notice for the Project.

26/12/18

(MUHAMMAD AKHTAR GHORI)
SECRETARY TO GOVERNNMENT OF SINDH

Copy to:

1. Chairman, Planning & Development Board, Government of Sindh.
2. Principal Secretary to Chief Minister, Sindh.
3. Managing Director, Sindh Mass Transit Authority, Transport Mass Transit Department, Government of Sindh.
4. Director General, PPP Unit, Finance Department, Government of Sindh.
5. Private Secretary to the Minister Transport & Mass Transit.

O/C

	(ii) Authorization to the Concessionaire to occupy the Initial Project Site (as notified by the Concessionaire to the Authority in accordance with Appendix 8) and delivery of Vacant Possession of the Initial Project Site to the Concessionaire; and	However, the same has not been provided to date.
	(iii) The Authority has submitted copies of documents evidencing satisfaction of each of the Authority Conditions Precedent to the Independent Engineer and the Independent Auditor.	Compliance is subsequent to fulfillment of Clause 3.1(a) (ix) by the Concessionaire.

As defines in Clause 3.2, the aforesaid Conditions Precedent were to be complied with by each Party (or waived by the other Party) within one hundred and eighty (180) days of the Signing Date. Since either Party has not waived and / or deferred the aforesaid Conditions Precedent, the Authority has intended to invoke the provisions of Clause 3.4 of the Concession Agreement.

3. AND WHEREAS, the provisions of Clause 3.4 and the status as of today are described below:

PROVISIONS OF CLAUSE 3.4	STATUS
"3.4 ..... If either Party does not agree to the extensions, then either Party shall have the right to terminate this Agreement by issuance of a written termination notice to the other Party. Upon issuance of the termination notice, the Authority shall (within thirty (30) days of the issuance of the termination notice):	
return the Bid Security and / or the Construction Performance Security (as in effect at such time) to the Concessionaire without any encashment thereof. Furthermore, it is agreed that no compensation / payment etc. shall be made by the Authority to the Concessionaire due to such termination (including towards the detailed design or the environmental impact assessment) and the Concessionaire shall have no claims against the Authority. Provided that if the Concessionaire has fulfilled the Concessionaire Conditions Precedent to the satisfaction of the Authority as defined in Section 3.1 (a) (viii) and / or (xii), the Authority shall (as may be applicable):	The Authority has no valid Bid Security.
(a) reimburse the Concessionaire the proportionate design cost (as verified by the Independent Auditor), according to the proportion amount set-out in the Base Case Financial Model, as per the same proportion of design works approved by the Independent Engineer and Authority according to Section 10.3, where the Concessionaire has satisfied the provisions of Section 3.1(a)(viii) in accordance with Section 10.3; and / or	Not applicable, as the Concessionaire has not appointed an engineering firm / contractor to undertake the detailed engineering design neither an Independent Engineer to approve the same. .

3.1(b)	(viii) Presentation of the detailed engineering designs in respect of the Project, in accordance with the provisions of this Agreement, as per Section 10.3.	Not presented
	(ix) The Independent Engineer and the Independent Auditor have been appointed in accordance with this Agreement;	No Relevant Agreement signed, drafts of Relevant Agreements except Independent Engineer and Independent Auditor have not yet been shared with the GOS in spite of the reminder from the GOS vide letter No. [insert] dated [insert]
	(x) Evidence that the Relevant Agreements, to which the Concessionaire is a party, have been executed;	Finance Close not achieved
	(xi) Evidence that Financial Close has been achieved;	Not submitted
	(xii) Confirmation that Clearances as may be required by the Concessionaire for commencement of Works have been obtained, as set out in Appendix 1 (provided, however, it is clarified that this does not include Authority Clearances), including, but not limited to, approval under the Sindh Environmental Protection Act, 2014 pursuant to the submission of the environmental impact assessment report (and copies thereof have been provided to the Authority, the Independent Auditor and the Independent Engineer); and	Not submitted
	(xiii) The Concessionaire has submitted copies of documents evidencing satisfaction of each of the Concessionaire Conditions Precedent to the Independent Engineer and the Independent Auditor.	Not submitted
	The following Conditions Precedent shall be fulfilled by the Authority to the satisfaction of the Concessionaire (the "**Authority Conditions Precedent**"):	
	(i) Delivery of the Authority Clearances required to be obtained by the Authority for the Project, as set out in Appendix 1 (provided, however, it is clarified that this does not include or pertain to Concessionaire Clearances);	Within ninety (90) days from the Signing Date, the Concessionaire shall provide the Project Site Delivery Schedule to the Authority.

4. In spite of the facilitation and assistance of the Authority, the status of the Conditions Precedent as laid out in section 3 of the Concession Agreement is hereunder:

CLAUSE #	DESCRIPTION	STATUS OF COMPLIANCE
3.1(a)	The following Conditions Precedent shall be fulfilled by the Concessionaire to the satisfaction of the Authority (the **"Concessionaire Conditions Precedent"**):	
	(i) Presentation of the Construction Performance Security in terms of this Agreement on or prior to Financial Close which shall remain effective from the date of submission / presentation and valid till the end of the Defects Liability Period;	Not presented.
	(ii) Presentation of copies (certified as true copies by a director of the Concessionaire) of the constituent documents of the Concessionaire;	Not presented
	(iii) Presentations of all resolutions adopted by the directors of the Concessionaire (certified as true copies by a director of the Concessionaire) authorizing the execution, delivery and performance by the Concessionaire of, this Agreement, each of the Project Agreements and Relevant Agreements, to the extent applicable (in terms of this Agreement);	Not presented
	(iv) Presentation of a certificate from its principal officer / director explaining the shareholding of the Concessionaire;	Not presented
	(v) Presentation of the Concessionaire's updated Financial Model;	Not presented
	(vi) Presentation of the following confirmations, in original, from the Sponsors (if applicable):	
	a. It shall at all times comply with the provisions of the Relevant Agreements (to which it is a party) in respect of their shareholding in the Concessionaire;	Not presented
	b. It is duly organized and validly existing under the laws of the jurisdiction of its incorporation (where applicable);	Not presented
	(vii) Presentation of a legal opinion from the legal counsel of the Concessionaire with respect to the Concessionaire's authority to enter into this Agreement and the enforceability of the same against the Concessionaire;	Not presented

No. TMTD/YELLOW/2017/
GOVERNMENT OF SINDH
TRANSPORT & MASS TRANSIT
DEPARTMENT

Off. No.021-99211017

Karachi, Dated: 26th Dec 2018

To,

Ms. Shao Jing,
Project Manager,
The China National Electric Import & Export Corporation,
No. 8 Guan Dong Dian Nan Jie, Chao Yang Man Wai, Beijing, China

Subject: **BUS RAPID TRANSIT SYSTEM (BRT) YELLOW LINE (INFRASTRUCTURE DEVELOPMENT) PROJECT – TERMINATION NOTICE**

We, the **TRANSPORT AND MASS TRANSIT DEPARTMENT, GOVERNMENT OF SINDH** (the **Authority**), refer you **ORIENTAL TRANSPORTATION ENGINEERING (PRIVATE) LIMITED**, a company incorporated and existing under the laws of Pakistan having its place of business at 81, Khayaban-E-Shujaat, Phase 6, D.H.A., Karachi (herein after referred to as the "**Concessionaire**" to the following:

(a) the agreement entitled "*Concession Agreement*" dated as of September 08, 2016 (the **Concession Agreement**) and entered into between the Concessionaire and the Authority in respect of "Bus Rapid Transit System Yellow Line (Infrastructure Development) Project under Public Private Partnership Mode (the **'Project'**);" signed in Beijing, China, with the understanding that the required Stamp Duty shall be paid by the Concessionaire upon its arrival in Pakistan which has not been effected till issuance of this letter. Therefore, the legal validity of the Concession Agreement has become questionable.

(b) the request letter of the Concessionaire dated November 20, 2018 bearing No. CUEC-7B-181120-S06 issued to the Authority in respect of the subject matter (the **Concessionaire Request Letter**).

Unless specified otherwise, all capitalized terms shall bear the meaning ascribed thereto in the Concession Agreement and the Operator Request Letter.

2. Whereas, reference is made to the letter No. SMTC-TMTD/BRTYL/2016/07 dated 08-12-2016 wherein the Concessionaire was requested to set up the local office at the address mentioned in the Concession Agreement. However, the office has not been made operational by the Concessionaire.

3. Moreover, the Authority vide letter No. SMTC-TMTD/BRTYL/2016/06 dated 08-12-2016 provided responses to the Concessionaire as to the level of facilitation and the assistance that the Authority may provide with respect to the Financial Close.

(b) reimburse the Concessionaire in respect of all costs, fees, and expenses incurred by the Concessionaire for obtaining the approval / no objection / clearance of the Sindh Environmental Protection Agency in respect of the environmental impact assessment undertaken by the Concessionaire and duly approved by the Independent Engineer, where the Concessionaire has satisfied the provisions of Section 3.1(a) (xii)."	Not applicable, as the Concessionaire has not initiated / undertaken any of the specified tasks.

4. NOW THEREFORE, in pursuance of the provisions of Clause 3.4 of the Concession Agreement, the Authority has decided to exercise its right to terminate this Agreement by issuance of a written termination notice to the Concessionaire. Moreover, in line with the provisions of the clause 3.9 of the Concession Agreement, each Party hereto shall have no claims against the other for costs, damages, compensation or otherwise for termination of this Agreement prior to the Effective Date.

5. It is kindly requested to acknowledge the receipt of the termination notice for the Project.

(MUHAMMAD AKHTAR GHORI)
SECRETARY TO GOVERNNMENT OF SINDH

Copy to:

1. Chairman, P&D Board, GOS
2. Principal Secretary to CHIEF MINISTER, Sindh
3. Managing Director, SMTA, TMTD, GoS
4. Director General, PPP Unit, Finance Department, GoS

	Concessionaire Clearances); (ii) Authorization to the Concessionaire to occupy the Initial Project Site (as notified by the Concessionaire to the Authority in accordance with Appendix 8) and delivery of Vacant Possession of the Initial Project Site to the Concessionaire; and (iii) The Authority has submitted copies of documents evidencing satisfaction of each of the Authority Conditions Precedent to the Independent Engineer and the Independent Auditor.	Schedule to the Authority. However, the same has not been provided to date. Compliance is subsequent to fulfillment of Clause 3.1(a) (ix) by the Concessionaire.

As defines in Clause 3.2, the aforesaid Conditions Precedent were to be complied with by each Party (or waived by the other Party) within one hundred and eighty (180) days of the Signing Date. Since either Party has not waived and / or deferred the aforesaid Conditions Precedent, the Authority has intended to invoke the provisions of Clause 3.4 of the Concession Agreement.

3. AND WHEREAS, the provisions of Clause 3.4 and the status as of today are described below:

PROVISIONS OF CLAUSE 3.4	STATUS
"3.4 ..... If either Party does not agree to the extensions, then either Party shall have the right to terminate this Agreement by issuance of a written termination notice to the other Party. Upon issuance of the termination notice, the Authority shall (within thirty (30) days of the issuance of the termination notice): return the Bid Security and / or the Construction Performance Security (as in effect at such time) to the Concessionaire without any encashment thereof. Furthermore, it is agreed that no compensation / payment etc. shall be made by the Authority to the Concessionaire due to such termination (including towards the detailed design or the environmental impact assessment) and the Concessionaire shall have no claims against the Authority. Provided that if the Concessionaire has fulfilled the Concessionaire Conditions Precedent to the satisfaction of the Authority as defined in Section 3.1 (a) (viii) and / or (xii), the Authority shall (as may be applicable): (a) reimburse the Concessionaire the proportionate design cost (as verified by the Independent Auditor), according to the proportion amount set-out in the Base Case Financial Model, as per the same proportion of design works approved by the Independent Engineer and Authority according to Section 10.3, where the Concessionaire has satisfied the provisions of Section 3.1(a)(viii) in accordance with Section 10.3; and / or	The Authority has no valid Bid Security. Not applicable, as the Concessionaire has not appointed an engineering firm / contractor to undertake the detailed engineering design neither an Independent Engineer to approve the same. .

3.1(b)	(viii) Presentation of the detailed engineering designs in respect of the Project, in accordance with the provisions of this Agreement, as per Section 10.3.	Not presented
	(ix) The Independent Engineer and the Independent Auditor have been appointed in accordance with this Agreement;	No Relevant Agreement signed, drafts of Relevant Agreements except Independent Engineer and Independent Auditor have not yet been shared with the GOS in spite of the reminder from the GOS vide letter No. [insert] dated [insert]
	(x) Evidence that the Relevant Agreements, to which the Concessionaire is a party, have been executed;	Finance Close not achieved
	(xi) Evidence that Financial Close has been achieved;	Not submitted
	(xii) Confirmation that Clearances as may be required by the Concessionaire for commencement of Works have been obtained, as set out in Appendix 1 (provided, however, it is clarified that this does not include Authority Clearances), including, but not limited to, approval under the Sindh Environmental Protection Act, 2014 pursuant to the submission of the environmental impact assessment report (and copies thereof have been provided to the Authority, the Independent Auditor and the Independent Engineer); and	Not submitted
	(xiii) The Concessionaire has submitted copies of documents evidencing satisfaction of each of the Concessionaire Conditions Precedent to the Independent Engineer and the Independent Auditor.	Not submitted
	The following Conditions Precedent shall be fulfilled by the Authority to the satisfaction of the Concessionaire (the "**Authority Conditions Precedent**"):	
	(i) Delivery of the Authority Clearances required to be obtained by the Authority for the Project, as set out in Appendix 1 (provided, however, it is clarified that this does not include or pertain to	Within ninety (90) days from the Signing Date, the Concessionaire shall provide the Project Site Delivery

4. In spite of the facilitation and assistance of the Authority, the status of the Conditions Precedent as laid out in section 3 of the Concession Agreement is hereunder:

CLAUSE #	DESCRIPTION	STATUS OF COMPLIANCE
3.1(a)	The following Conditions Precedent shall be fulfilled by the Concessionaire to the satisfaction of the Authority (the "**Concessionaire Conditions Precedent**"):	
	(i) Presentation of the Construction Performance Security in terms of this Agreement on or prior to Financial Close which shall remain effective from the date of submission / presentation and valid till the end of the Defects Liability Period;	Not presented.
	(ii) Presentation of copies (certified as true copies by a director of the Concessionaire) of the constituent documents of the Concessionaire;	Not presented
	(iii) Presentations of all resolutions adopted by the directors of the Concessionaire (certified as true copies by a director of the Concessionaire) authorizing the execution, delivery and performance by the Concessionaire of, this Agreement, each of the Project Agreements and Relevant Agreements, to the extent applicable (in terms of this Agreement);	Not presented
	(iv) Presentation of a certificate from its principal officer / director explaining the shareholding of the Concessionaire;	Not presented
	(v) Presentation of the Concessionaire's updated Financial Model;	Not presented
	(vi) Presentation of the following confirmations, in original, from the Sponsors (if applicable):	
	a. It shall at all times comply with the provisions of the Relevant Agreements (to which it is a party) in respect of their shareholding in the Concessionaire;	Not presented
	b. It is duly organized and validly existing under the laws of the jurisdiction of its incorporation (where applicable);	Not presented
	(vii) Presentation of a legal opinion from the legal counsel of the Concessionaire with respect to the Concessionaire's authority to enter into this Agreement and the enforceability of the same against the Concessionaire;	Not presented

No. TMTD/YELLOW/2017/
GOVERNMENT OF SINDH
TRANSPORT & MASS TRANSIT
DEPARTMENT

DRAFT

Off. No.021-99211017
Dated:_____

Karachi,

To,

Ms. Shao Jing,
Project Manager,
The China National Electric Import & Export Corporation,
No. 8 Guan Dong Dian Nan Jie, Chao Yang Man Wai, Beijing, China

Subject: **BUS RAPID TRANSIT SYSTEM (BRT) YELLOW LINE (INFRASTRUCTURE DEVELOPMENT) PROJECT – TERMINATION NOTICE**

We, the **TRANSPORT AND MASS TRANSIT DEPARTMENT, GOVERNMENT OF SINDH** (the **Authority**), refer you **ORIENTAL TRANSPORTATION ENGINEERING (PRIVATE) LIMITED**, a company incorporated and existing under the laws of Pakistan having its place of business at 81, Khayaban-E-Shujaat, Phase 6, D.H.A., Karachi (herein after referred to as the "**Concessionaire**" to the following:

(a) the agreement entitled "*Concession Agreement*" dated as of September 08, 2016 (the **Concession Agreement**) and entered into between the Concessionaire and the Authority in respect of "Bus Rapid Transit System Yellow Line (Infrastructure Development) Project under Public Private Partnership Mode (the '**Project**');" signed in Beijing, China, with the understanding that the required Stamp Duty shall be paid by the Concessionaire upon its arrival in Pakistan which has not been effected till issuance of this letter. Therefore, the legal validity of the Concession Agreement has become questionable.

(b) the request letter of the Concessionaire dated November 20, 2018 bearing No. CUEC-7B-181120-S06 issued to the Authority in respect of the subject matter (the **Concessionaire Request Letter**).

Unless specified otherwise, all capitalized terms shall bear the meaning ascribed thereto in the Concession Agreement and the Operator Request Letter.

2. Whereas, reference is made to the letter No. SMTC-TMTD/BRTYL/2016/07 dated 08-12-2016 wherein the Concessionaire was requested to set up the local office at the address mentioned in the Concession Agreement. However, the office has not been made operational by the Concessionaire.

3. Moreover, the Authority vide letter No. SMTC-TMTD/BRTYL/2016/06 dated 08-12-2016 provided responses to the Concessionaire as to the level of facilitation and the assistance that the Authority may provide with respect to the Financial Close.

CUEC 中國電氣進出口有限公司
CHINA NATIONAL ELECTRIC IMPORT & EXPORT CORP.

2. There have been numerous delays, omissions and mis-commitments on the part of the Authority.

3. The clause number 3.4 of the Agreement clearly states that ".....if either Party **DOES NOT** agree to the extensions,....."

Keeping in view our various communications with the Authority, it is clearly shown that the Authority has never conveyed in writing that the Authority does not agree to the extensions, so the silence of the Authority and its actions of keeping on discussing the matter with us clearly showed that the Authority was totally **IN AGREEMENT** on the timelines of fulfillment of Conditions Precedents being extended.

4. Thus, in the interest of the parties to the Agreement and in the interest of people of Sindh province, the Authority should take back its Termination Notice and extend us the required support and facilitation to enable us to complete the Project as soon as possible.

Yours truly,

For and on behalf of
China National Electric Import & Export Corporation

Authorized Signatory

中国・北京・朝阳门外关东店南街 8 号 No.8, Guan Dong Dian Nan Jie, Chao Yang Man Wai, Beijing, China
邮编 Zip Code: 100020 Tel: 86 (10) 65842871 Fax: 86 (10) 65842879 Website: www.cuec.com.cn

中國電氣進出口有限公司
CHINA NATIONAL ELECTRIC IMPORT & EXPORT CORP.

Date: Jan. 23, 2019

Ref: CUEC-7B-190123-S1

WITHOUT PREJUDICE

The Secretary,
Transport and Mass Transit Department,
Government of Sindh (the **"Authority"**),
Tughluq House,
Sindh Secretariat,
Karachi.

P.U on file urgently
25/1
Asstt. Dir (PPP) Node
M.D/SMTA
24/01/19

Dear Sir,

Termination Notice – Bus Rapit Transit System (BRT) Yellow Line Infrastructure Development Project (the "Project")

In Reference your letter bearing the number TMTD/YELLOW/2017 dated December 26, 2018 on the subject matter (**"Termination Notice"**), we hereby categorically refute, reject and deny the claims made by you against us in the Termination Notice.

The facts of the matters are as follows:

1. Some of Actions taken by us (the **"Concessionaire"**) in fulfilling the Conditions Precedents (as mentioned in the Infrastructure Development Concession Agreement which was duly executed between the Authority and us in this regard on September 8, 2016 (the **"Agreement"**)) are as follows:

- *The Authority has been communicated with several times regarding the nature and extent of the required facilitation's, undertaking, assistance and supports. As such, however, the Concessionaire, to date, seeks and awaits the authority's response.*
- *The Concessionaire has provided the authority with two competitive term sheets for financing from local banks, however has had no response from the Authority.*

Firstly, the Authority is referred to the Authority Conditions Precedent set out in section 3.1(b) . It is noted that none of these have been satisfied.

We wrote to the authority on November 28th 2018, seeking assistance in proceeding with moving the above project forward, however we received no response from the authority.

中国・北京・朝阳门外关东店南街 8 号 No.8, Guan Dong Dian Nan Jie, Chao Yang Man Wai, Beijing, China
邮编 Zip Code: 100020 Tel: 86 (10) 65842871 Fax: 86 (10) 65842879 Website: www.cuec.com.cn

RECEIVED AT SMTC / T&MT. Depct Dairy No. 2206 Dated: 24.01.2019
754
353 24-1-19
RECEIVED SMTA-TMTD Dairy No. 1283 Dated: 28-01-2018

PLANNING AND DEVELOPMENT DEPARTMENT
GOVERNMENT OF SINDH

LIST OF PARTICIPANTS

PROVINCIAL DEVELOPMENT WORKING PARTY (PDWP) MEETING HELD ON 30-11-2018 (FRIDAY)

PLANNING AND DEVELOPMENT BOARD

1. Mr. Muhammad Waseem — In Chair
   Chairman, P&D Board
2. Mr. Mehtabul Haq
   Member (Energy & Infrastructure)
3. Mr. Khalid Mehmood Siddiqui
   Member (Services)

PLANNING AND DEVELOPMENT DEPARTMENT

4. Ms. Shahnaz Siddiqui
   Senior Chief (Development)
5. Mr. Sikandar Ali Shaikh
   Chief (Transport)
6. Mr. Bilawal Samejo
   Assistant Chief (Transport)

FINANCE DEPARTMENT

1. Mr. Athar Bahzad
   Deputy Secretary

TRANSPORT & MASS TRANSIT DEPARTMENT

1. Mr. Akhtar Ghori
   Secretary (Transport)
2. Mr. Muhammad Athar
   Managing Director, Sindh Mass Transit Authority
3. Mr. Abdul Aziz
   Director, Bus Operation, Sindh Mass Transit Authority
4. Mr. Abdul Rasheed Mughal,
   Project Director, Red Line BRT Project
5. Mr. F. K Khatri
   Coordinator, BOE, PIU

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CHIEF MINISTER'S SECRETARIAT, SINDH
KARACHI

"SAY NO TO CORRUPTION"

No.SO-XVI/CMS/FD/4(2)2018/47
Dated 6th November, 2018

MOST IMMEDIATE

To

The Secretary,
Finance Department,
Government of Sindh,
Karachi.

Subject: **MINUTES OF 26TH PUBLIC PRIVATE PARTNERSHIP (PPP) POLICY BOARD MEETING.**

I am directed to refer your department's letter No.FD/PPPUNIT/PB-26, dated 23-10-2018, on the subject noted above and to enclose herewith minutes of 26th Public Private Partnership (PPP) Policy Board meeting duly approved by Honorable Chief Minister, Sindh.

2. It is requested to please take necessary action, accordingly.

(ABDUL SHAKOOR NOONARI)
DEPUTY SECRETARY-VI

C.c to:-

1. The Deputy Secretary (Staff) to Chief Minister, Sindh, Karachi.
2. PS to Principal Secretary to Chief Minister, Sindh, Karachi.

DG PPP Unit

S.F.S (E)
S.F.S (DE
S.F.S (RES
A.F.S (B&E
A.F.S (D
A.F.S (RES
A.F.S. (LF)
A.F.S. (A
D.S (LEGAL)

335

NO. MTC/TMTD/BRT YL/2016/
GOVERNMENT OF SINDH
TRANSPORT & MASS TRANSIT DEPARTMENT
DATED: 16TH AUGUST 2016

LETTER OF AWARD / ACCEPTANCE

To,

The Chief Executive Officer,
China National Electric Imp. & Exp. Corp.,
No.8 Guan Dong Dian Nan Jie,
Chao Yang Men Wai,
Beijing 100020,
China.

SUBJECT: NOTIFICATION OF AWARD FOR BUS RAPID TRANSIT SYSTEM (BRTS) - YELLOW LINE (INFRASTRUCTURE) PROJECT UNDER PUBLIC PRIVATE PARTNERSHIP (PPP) MODE.

REF: APPROVAL OF THE PUBLIC PRIVATE PARTNERSHIP POLICY BOARD IN 16TH MEETING HELD ON 15.06.2015

Dear Sir,

This is to notify that your bid submitted for the Bus Rapid Transit System (BRTS) - Yellow Line (Infrastructure) Project (the **"Project"**) dated 02 January 2016, in response to the Request for Proposal (RFP) (as amended and clarified from time to time) published on 19 December, 2014 is hereby accepted by the Transport & Mass Transit Department, Government of Sindh.

2. In lieu of the above, you are requested to form a special purpose vehicle/company (**SPV**), as required under section 17 of the PPP Act, 2010, which shall sign the concession agreement of the Project with the Transport & Mass Transit Department, Government of Sindh within the stipulated time frame sanctioned under section 16(5) of the PPP Act, 2010.

[ASSADULLAH SHAH]
DIRECTOR GENERAL
KARACHI MASS TRANSIT CELL
BRTS – Yellow Line (Infra.)
Transport & Mass Transit Department,
Government of Sindh

Copy forwarded for information to:

1. P.S. to Secretary, Finance Department, Government of Sindh.
2. P.S. to Secretary, Transport & Mass Transit Department, Government of Sindh.

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SUBJECT: NOTIFICATION OF AWARD FOR BUS RAPID TRANSIT YELLOW LINE PROJECT UNDER PUBLIC PRIVATE PARTNERSHIP (PPP) MODE

Subsequent to successful negotiations with the preferred bidder M/s CUEC in respect of above project concession agreement, LOA is now required to be issued to the Prospective Bidder.

Draft LOA is addressed to M/s CUEC is submitted at F/A for approval please.

15/8/2016

Director (P&C)T&MTD

Director (Technical) PPP Node T&MTD, GoS

Director General, KMTC, T&MTD, GoS

15/8.

Secretary, TMTD, GoS

DESPATCH
No. 189
Dt. 15-8-16
Cochin Mass Transit Program

PUBLIC PRIVATE PARTNERSHIP UNIT
FINANCE DEPARTMENT GOVERNMENT OF SINDH
Partnership for Development

NO: FD(PPPUNIT)/BRTS-YL/2016/08
GOVERNMENT OF SINDH
FINANCE DEPARTMENT
Karachi, dated the 24 August, 2016

Barrack No. 17, Sindh Secretariat No. 4-A, Court Road, Karachi
Ph: (021) 99222192

To,

Director,
Planning & Coordination,
Transport & Mass Transit Department,
Government of Sindh

SUBJECT: **YELLOW LINE BID SECURITY WITHDRAW REGUEST**

This is in reference to to your Letter **No. TMTD/BRT-YL/2016/192** dated: **18-08-2016** on the captioned subject.

2. It is kindly informed that as per Rule 38 of the Sindh Public Procurement Rules, 2010, and as amended from time to time (the **SPPRA Rules**), all bids must be accompanied by a bid security. The same was the case with the BRTS Yellow Line - Bus Operation Services (the Project). The copy of bid securities are attached as **Annexure A**.

3. With regards to the process of returning the bid security, the Transport & Mass Transit Department may seek the approval of the Technical and Financial Committee for the Project to cancel the procurement process on the ground that the bid validity as well as the bid security for the Project have expired and as such a fresh procurement process may be initiated.

Director General
PPP Unit
Finance Department
Government of Sindh

Copy forwarded for information to:-

1) Additional Secretary, Transport & Mass Transit Department, GoS
2) Director General, KMTC, Transport & Mass Transit Department, GoS
3) PS to Secretary, Transport & Mass Transit Department, GoS

2088
26.8.2016

Pl. initiate process as advised!
Director PPP Mode

(b) reimburse the Concessionaire in respect of all costs, fees, and expenses incurred by the Concessionaire for obtaining the approval / no objection / clearance of the Sindh Environmental Protection Agency in respect of the environmental impact assessment undertaken by the Concessionaire and duly approved by the Independent Engineer, where the Concessionaire has satisfied the provisions of Section 3.1(a) (xii)."	Not applicable, as the Concessionaire has not initiated / undertaken any of the specified tasks.

4. NOW THEREFORE, in pursuance of the provisions contained in Clause 3.4 of the Concession Agreement, the Sindh Mass Transit Authority by exercising its right, terminate the Concession Agreement by this Notice. Furthermore, in view of the provisions contained in Clause 3.9 of the Concession Agreement, the Parties shall have no claims against each other for costs, damages, compensation or otherwise termination of the Concession Agreement.

5. It is kindly requested to acknowledge the receipt of the termination notice for the Project.

26/12/18

(MUHAMMAD AKHTAR GHORI)
SECRETARY TO GOVERNNMENT OF SINDH

Copy to:

1. Chairman, P&D Board, GOS
2. Principal Secretary to CHIEF MINISTER, Sindh
3. Managing Director, SMTA, TMTD, GoS
4. Director General, PPP Unit, Finance Department, GoS

	(ii) Authorization to the Concessionaire to occupy the Initial Project Site (as notified by the Concessionaire to the Authority in accordance with Appendix 8) and delivery of Vacant Possession of the Initial Project Site to the Concessionaire; and	However, the same has not been provided to date.
	(iii) The Authority has submitted copies of documents evidencing satisfaction of each of the Authority Conditions Precedent to the Independent Engineer and the Independent Auditor.	Compliance is subsequent to fulfillment of Clause 3.1(a)(ix) by the Concessionaire.

As defines in Clause 3.2, the aforesaid Conditions Precedent were to be complied with by each Party (or waived by the other Party) within one hundred and eighty (180) days of the Signing Date. Since either Party has not waived and / or deferred the aforesaid Conditions Precedent, the Authority has intended to invoke the provisions of Clause 3.4 of the Concession Agreement.

3. AND WHEREAS, the provisions of Clause 3.4 and the status as of today are described below:

PROVISIONS OF CLAUSE 3.4	STATUS
"3.4 ..... If either Party does not agree to the extensions, then either Party shall have the right to terminate this Agreement by issuance of a written termination notice to the other Party. Upon issuance of the termination notice, the Authority shall (within thirty (30) days of the issuance of the termination notice):	
return the Bid Security and / or the Construction Performance Security (as in effect at such time) to the Concessionaire without any encashment thereof. Furthermore, it is agreed that no compensation / payment etc. shall be made by the Authority to the Concessionaire due to such termination (including towards the detailed design or the environmental impact assessment) and the Concessionaire shall have no claims against the Authority. Provided that if the Concessionaire has fulfilled the Concessionaire Conditions Precedent to the satisfaction of the Authority as defined in Section 3.1 (a) (viii) and / or (xii), the Authority shall (as may be applicable):	The Authority has no valid Bid Security.
(a) reimburse the Concessionaire the proportionate design cost (as verified by the Independent Auditor), according to the proportion amount set-out in the Base Case Financial Model, as per the same proportion of design works approved by the Independent Engineer and Authority according to Section 10.3, where the Concessionaire has satisfied the provisions of Section 3.1(a)(viii) in accordance with Section 10.3; and / or	Not applicable, as the Concessionaire has not appointed an engineering firm / contractor to undertake the detailed engineering design neither an Independent Engineer to approve the same. .

3.1(b)	(viii) Presentation of the detailed engineering designs in respect of the Project, in accordance with the provisions of this Agreement, as per Section 10.3.	Not presented
	(ix) The Independent Engineer and the Independent Auditor have been appointed in accordance with this Agreement;	No Relevant Agreement signed, drafts of Relevant Agreements except Independent Engineer and Independent Auditor have not yet been shared with the GOS in spite of the reminder from the GOS vide letter No. [insert] dated [insert]
	(x) Evidence that the Relevant Agreements, to which the Concessionaire is a party, have been executed;	Finance Close not achieved
	(xi) Evidence that Financial Close has been achieved;	Not submitted
	(xii) Confirmation that Clearances as may be required by the Concessionaire for commencement of Works have been obtained, as set out in Appendix 1 (provided, however, it is clarified that this does not include Authority Clearances), including, but not limited to, approval under the Sindh Environmental Protection Act, 2014 pursuant to the submission of the environmental impact assessment report (and copies thereof have been provided to the Authority, the Independent Auditor and the Independent Engineer); and	Not submitted
	(xiii) The Concessionaire has submitted copies of documents evidencing satisfaction of each of the Concessionaire Conditions Precedent to the Independent Engineer and the Independent Auditor.	Not submitted
	The following Conditions Precedent shall be fulfilled by the Authority to the satisfaction of the Concessionaire (the "**Authority Conditions Precedent**"):	
	(i) Delivery of the Authority Clearances required to be obtained by the Authority for the Project, as set out in Appendix 1 (provided, however, it is clarified that this does not include or pertain to Concessionaire Clearances);	Within ninety (90) days from the Signing Date, the Concessionaire shall provide the Project Site Delivery Schedule to the Authority.

4. In spite of the facilitation and assistance of the Authority, the status of the Conditions Precedent as laid out in section 3 of the Concession Agreement is hereunder:

CLAUSE #	DESCRIPTION	STATUS OF COMPLIANCE
3.1(a)	The following Conditions Precedent shall be fulfilled by the Concessionaire to the satisfaction of the Authority (the "**Concessionaire Conditions Precedent**"):	
	(i) Presentation of the Construction Performance Security in terms of this Agreement on or prior to Financial Close which shall remain effective from the date of submission / presentation and valid till the end of the Defects Liability Period;	Not presented.
	(ii) Presentation of copies (certified as true copies by a director of the Concessionaire) of the constituent documents of the Concessionaire;	Not presented
	(iii) Presentations of all resolutions adopted by the directors of the Concessionaire (certified as true copies by a director of the Concessionaire) authorizing the execution, delivery and performance by the Concessionaire of, this Agreement, each of the Project Agreements and Relevant Agreements, to the extent applicable (in terms of this Agreement);	Not presented
	(iv) Presentation of a certificate from its principal officer / director explaining the shareholding of the Concessionaire;	Not presented
	(v) Presentation of the Concessionaire's updated Financial Model;	Not presented
	(vi) Presentation of the following confirmations, in original, from the Sponsors (if applicable):	
	a. It shall at all times comply with the provisions of the Relevant Agreements (to which it is a party) in respect of their shareholding in the Concessionaire;	Not presented
	b. It is duly organized and validly existing under the laws of the jurisdiction of its incorporation (where applicable);	Not presented
	(vii) Presentation of a legal opinion from the legal counsel of the Concessionaire with respect to the Concessionaire's authority to enter into this Agreement and the enforceability of the same against the Concessionaire;	Not presented

Vetted Draft 044

No. TMTD/YELLOW/2017/
GOVERNMENT OF SINDH
TRANSPORT & MASS TRANSIT
DEPARTMENT

Off. No.021-99211017

Karachi, Dated: Dec 2018

To,

Ms. Shao Jing,
Project Manager,
The China National Electric Import & Export Corporation,
No. 8 Guan Dong Dian Nan Jie, Chao Yang Man Wai, Beijing, China

Subject: BUS RAPID TRANSIT SYSTEM (BRT) YELLOW LINE (INFRASTRUCTURE DEVELOPMENT) PROJECT – TERMINATION NOTICE

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(b) the request letter of the Concessionaire dated November 20, 2018 bearing No. CUEC-7B-181120-S06 issued to the Authority in respect of the subject matter (the **Concessionaire Request Letter**).

Unless specified otherwise, all capitalized terms shall bear the meaning ascribed thereto in the Concession Agreement and the Operator Request Letter.

2. Whereas, reference is made to the letter No. SMTC-TMTD/BRTYL/2016/07 dated 08-12-2016 wherein the Concessionaire was requested to set up the local office at the address mentioned in the Concession Agreement. However, the office has not been made operational by the Concessionaire.

3. Moreover, the Authority vide letter No. SMTC-TMTD/BRTYL/2016/06 dated 08-12-2016 provided responses to the Concessionaire as to the level of facilitation and the assistance that the Authority may provide with respect to the Financial Close.

Therefore, the financial assistance, if any by Government to the project, will be in line with the aforementioned provisions of the Public Private Partnership Act."

4. At the same time, the World Bank has shown an interest in undertaking and financing the Yellow Line Project (Aide Memoire of WB is attached as **Annexure B**).

5. The same was taken into the 26th PPP Policy Board meeting (**Annexure C**) wherein the Secretary TMTD mentioned that the Section 17(5) of the PPP Act requires the private party to achieve financial close within 12 months, failure of the same must be reported to the PPP Policy Board with reasons so that the Board may decide on scrapping the existing procurement process or otherwise. Therefore, it was decided that:

"The PPP Policy Board accorded its approval for termination of Concession Agreement for BRTS Yellow Line Project in accordance with the relevant sections of the same and undertaking the project through traditional mode of procurement."

6. In this connection, the termination notice of Concession Agreement of BRTS Yellow Line Project to Chinese Consortium is attached at Flag X along with its annexures for vetting by the Law Department, GoS so as to proceed further, accordingly.

7. An early reply is request.

04/12/18

(Muhammad Akhtar Ghori)
SECRETARY TO GOVERNMENT OF SINDH

C.C

i. Managing Director, Sindh Mass Transit Authority, GoS.
ii. PS to Minister Transport & Mass Transit Department, GoS, Karachi.
iii. Office record of Transport & Mass Transit Department.

TOP PRIORITY
BY SPECIAL MESSANGER

NO.TMTD/Yellow Line/2018
GOVERNMENT OF SINDH
TRANSPORT & MASS TRANSIT
DEPARTMENT

Karachi Dated: 3rd December, 2018

Off No.021-99211017
Fax No.021-9911298

To,

The Secretary,
Law Department,
Government of Sindh.
Karachi.

Subject: **BUS RAPID TRANSIT SYSTEM (BRT) YELLOW LINE (INFRASTRUCTURE DEVELOPMENT) PROJECT –TERMINATION NOTICE**

The Transport & Mass Transit Department, Government of Sindh, (The **TMTD**) in assistance with the Public Private Partnership Unit, Finance Department, Government of Sindh (the **PPP Unit**) launched the Bus Rapid Transits System (the BRTS)-Yellow line (the **Project**) through International Competitive Bidding process under PPP mode.

2. The China Urban Electric Import & Export Corporation (the **'CUEC'**) and the TMTD signed the Concession Agreement for the Yellow Line Project on 9 September 2016. Subsequent to the signing of the Concession Agreement, the CUEC tried to raise financing from Chinese Banks. However, as they were unable to raise the financing from China, the Public Private Partnership Unit (the **'PPP Unit'**) and the Sindh Fund Management House (the **'SFMH'**) of the Finance Department, Government of Sindh along with the TMTD approached banks to raise financing locally and obtained tentative term sheets from the Habib Bank Limited and the United Bank Limited. The same was also discussed during the 22nd PPP Policy Board meeting (**Annexure A**) on 7 November 2017 under the Chairmanship of the Honorable Chief Minister, Sindh. During the meeting it was decided that:

> *"The PPP Policy Board asked TMTD to seek opinion from Law Department, on immediate basis with respect to providing GOS support in light of the RFP and present the findings."*

3. In this regard an opinion was sought from the Law Department wherein they opined that:

> *"The Sindh Public Procurement Rules, 2010 do not provide for financial assistance to a project entered in Public Private Partnership it only provides for bidding, procurement of goods etc. However, section 15 of the Sindh Public Private Partnership Act provides for the Government support to the projects entered into public private partnership. Clause (iii) of sub-section (1) of same section provides for direct financial assistant through the viability Gap Fund.*

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NO.S.LEGIS:9(37)/2016/195
GOVERNMENT OF SINDH
LAW & PARLIAMENTARY AFFAIRS
DEPARTMENT
Karachi dated the 12th December,2018.

To,

The Secretary,
Government of Sindh,
Transport & Mass Transit Department,
Karachi.

SUBJECT:- **BUS RAPID TRANSIT SYSTEM (BRT) YELLOW LINE (INFRASTRUCTURE DEVELOPMENT) PROJECT – TERMINATION NOTICE.**

I am directed to refer to your letter No.TMTD/Yellow Line/2018 dated the 3rd December, 2018, on the subject noted above and to state that the draft Termination Notice, received with your letter under reference, has been vetted and the same is in order except clause 4 thereof, which has been re-drafted as under:-

> "4. **NOW, THEREFORE,** in pursuance of the provisions contained in Clause 3.4 of the Concession Agreement, the Sindh Mass Transit Authority by exercising its right, terminate the Concession Agreement by this Notice. Furthermore, in view of the provisions contained in Clause 3.9 of the Concession Agreement, the Parties shall have no claims against each other for costs, damages, compensation or otherwise termination of the Concession Agreement.".

The draft Termination Notice may be modified accordingly.

12.12.2018
(SHAFQUAT ALI LARIK)
SECTION OFFICER(LEGISLATION)
FOR SECRETARY TO GOVT. OF SINDH
LAW DEPARTMENT

RECEIVED
SMTC/TMA Deptt
Diary No. 1946
Dated 17-12-18

DISPATCH FROM
SMTC/TMA Deptt
Dairy No. 5332
Dated 12-18-12

DIARY NO. 3069
DATED 14/12/2018
TRANSPORT DEPTT.

M.D/SMTA

3557

NO: FD/PPP UNIT/FD/2019/158
GOVERNMENT OF SINDH
FINANCE DEPARTMENT
Karachi, dated March 01, 2019

7th Floor, Building No. 6, Sindh Secretariat, Kamal Attaturk Road, Karachi.
Phone: (021) 99222186

The Secretary
Transport & Mass Transit Department
Govt. of Sindh
Karachi

SUBJECT: BUS RAPID TRANSIT SYSTEM (BRT) YELLOW LINE (INFRASTRUCTURE DEVELOPMENT) PROJECT- TERMINATION NOTICE

RECEIVED AT SMTC / T&MT Deptt. Dairy No 2415 Dated: 1-3-19

I am directed to inform you that in reference to your letter No. TM&TD/Yellowline/2017 Dated 18th February, 2019. It is to reiterate that, on the basis of recommendation of the Transport & Mass Transit Department (**"Department"**), the PPP Policy Board in its 26th meeting had already accorded approval for termination of BRTS Yellow Line Project from PPP Mode in accordance with the relevant sections of the Concession Agreement and directed the Department to fulfil all the formalities laid therein.

With respect to the draft reply to the concessionaire's letter dated January 23, 2019, it may be noted that the Department is independent and is at liberty to decide the course of action to be undertaken following receipt of response of the Termination Notice from the concessionaire. However, any such course of action must be in line with the PPP Policy Board decision.

No. PS/SECY/ 412 Dated: 01/03/2019 TRANSPORT DEPTT.

P.U

MD/SMTA 1/3

Director
Public Private Partnership Unit

CC.

1. Secretary Finance, Govt. of Sindh
2. Director General, PPP Unit
3. Master File

DISPATCH FROM SMTC / T&MT Deptt Dairy No 436 Dated: 1-3-19

4/3

Asstt Dir (PPP) Node

SO(C-I) CMS /1-6/14/2017
CHIEF MINISTER'S SECRETARIAT, SINDH
KARACHI
Karachi, Dated November, 2017

NOTE FOR CHIEF MINISTER, SINDH

SUBJECT:-MINUTES OF 22ND MEETING OF PUBLIC PRIVATE PARTNERSHIP(PPP) POLICY BOARD.

Director General, Public Private Partnership Unit, Finance Department, Government of Sindh has submitted minutes of 22nd meeting of Public Private Partnership (PPP) Policy Board as held on 07-11-2017 under the Chairmanship of Honourable Chief Minister Sindh being the Chairman of the PPP Policy Board, at Chief Minister's Secretariat, Karachi to review and approve the PPP projects. He has requested for approval of minutes (Annexure-I).

2. The Honourable Chief Minister Sindh may like to approve and sign the minutes of 22nd meeting of Public Private Partnership (PPP) Policy Board.

22/11/17
(MOHAMMAD SOHAIL RAJPUT)
PRINCIPAL SECRETARY

3. CHIEF MINISTER, SINDH

Approved.
22/11/17

PS to CM
23/11
SSCM
28/11
AS (C)
DS(C)
SO(C-I)

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SAY NO TO CORRUPTION

Chief Minister's Directives
Most Immediate

No.SO/C-I/CMS/ 1-6/14 /2017
CHIEF MINISTER'S SECRETARIAT, SINDH
KARACHI

Karachi dated 23 November, 2017

To,

The Director General,
Public Private Partnership Unit,
Finance Department,
Government of Sindh,
Karachi.

SUBJECT:- MINUTES OF 22ND MEETING OF PUBLIC PRIVATE PARTNERSHIP(PPP) POLICY BOARD.

I am directed to enclose herewith a Note for Chief Minister, Sindh dated 22-11-2017 initiated by Principal Secretary to Chief Minister Sindh, alongwith Minutes of 22nd meeting of Public Private Partnership (PPP) Policy Board on the subject noted above, duly approved by the Honourable Chief Minister Sindh.

It is requested to kindly take further necessary action in the matter as per rules and policy, under intimation to this Secretariat, at the earliest, please.

23/11/2017

(SHAFIUDDIN)
DEPUTY SECRETARY (COORD)

CC to:-

PS to Principal Secretary to Chief Minister, Sindh, Karachi.

Annex 1. List of People Met

Name	Title	Organization
Mr. Syed Nasir Hussain Shah	Minister	Transport and Mass Transit Department, GoS
Mr. Saeed Ahmed Awan	Secretary	Transport and Mass Transit Department, GoS
Muhammad Athar	Director General	Sindh Mass Transit Authority, GoS
Khair M. Kalwar	Director General	Urban Policy & Strategic Planning, GoS
Mr. Abdul Aziz	Director	Bus Operations / ITS, Sindh Mass Transit Authority
Mr. Muhammad Yousuf Munir	Director Infrastructure	Transport & Mass Transit Department, GoS
Mr. Qasim Dada	Director Admin. & Finance	Sindh Mass Transit Authority
Mr. Mumtaz Ali Halepoto	Director	Urban Policy & Strategic Planning Unit
Mr. Tariq Rinad	Urban Planning and Design Specialist	KNIP -- Urban Policy & Strategic Planning Unit
Ms. Naila Haq	Deputy Director Environment	KNIP -- Urban Policy & Strategic Planning Unit
Ms. Beena Riaz	Environment Specialist	KNIP -- Urban Policy & Strategic Planning Unit
Ms. Uzma Bano	Gender Specialist	KNIP -- Urban Policy & Strategic Planning Unit
Mr. Naveed Izhar	Sr. Engineer	KNIP -- Urban Policy & Strategic Planning Unit
Mr. Zubair Ahmad Channa	General Manager	Karachi Infrastructure Development Company Ltd, GoP
Lt. Col (R) Zaid Shamshad	Manager Engineering	Karachi Infrastructure Development Company Ltd, GoP
Nisar A. Sario	Chief Engineer / GM Engineering	Karachi Infrastructure Development Company Ltd, GoP
Ashar Lodi	Director, Transport	Exponent Engineers
Mr. Mubashir Moein	Principal Engineer	Exponent Engineers
Mr. Tanveer Ahmed Khan	Director/Head of Operations	Engineering Associates (EA)
S.M. Tayyab	Senior Project manager	EA Consulting
Prof. Adnan Qadir	Chairman	NED University, Dept of Urban and Infrastructure Engineering
Dr Mohammed Raza Mehdi	Professor and Co-Chairman	NED University, Dept of Urban and Infrastructure Engineering
Prof.Dr Mir Shabbar Ali	Dean	NED University, Dept of Urban and Infrastructure Engineering
Dr Afzal Ahmed	Assistant Professor	NED University, Dept of Urban and Infrastructure Engineering

NEXT STEPS

By the Government

a BRT Corridor insertion along M. A. Jinnah Road: Reach an agreement on the Right-of-Way (ROW) design to be adopted for the M. A. Jinnah Road segment between Numaish and Municipal Park. Upon decision, complementary design features related to traffic management and engineering will be added. GoS will analyze options and communicate the decision made to all relevant stakeholders for immediate action.

b BRT service integration at Central Business District (CBD): Associated to the decision made on corridor insertion from "a" above, the GoS, would need to come to an agreement with owners of Karachi Goan Association (KGA) Gymkhana to allow use of property for developing a turning and staging facility at the site. Once agreements have been reached on the use of land, Sindh Mass Transit Authority (SMTA) together with its consultants would develop a detailed design plan.

c Redesign the BRT Corridors "colors" to match the BRT services to be operating on the transit way corridors.

d Take a final decision on the Yellow Line financing arrangements and submit a formal letter of support for World Bank financing.

By the World Bank

e Provide technical assistance to support SMTA in developing the overall business and operations plan for the Green/Orange Corridors, starting with advising SMTA on various contracts they are about to procure for operating and maintaining various parts of the system along these 2 corridors.

f Provide technical assistance to develop suitable traffic engineering and management measures in the CBD and surrounding area to M.A Jinnah road.

g Provide technical assistance to examine the existing bus services along the Green Corridor, to study the impact of BRT on their business, and to develop mitigation plans, a "feeder" bus plan and a bus restructuring plan. SMTA would extend Exponent's current contract for the Green line to include this additional scope.

9. Next Bank mission would be organized within the next six to eight weeks.

SUMMARY OF DISCUSSIONS

6. The Government is well advanced in infrastructure construction for the Green and Orange Corridors (almost 70 percent completed); RFP for selecting the concessionaire for bus operation has been issued and two bids have been received, which are currently under evaluation by a Committee. Two BRT services are expected to commence along these 2 corridors by July 2018.

7. Significant progress has been made since the last mission and the Government has incorporated various suggestions made by the Bank following the July mission. The Bank team is impressed by the commitment shown by key implementing agencies in planning the system and the willingness to learn and ensure that the operation of the first BRT corridor is successful. There is a clear understanding among all concerned stakeholders that a successful implementation of the Green Corridor will stimulate the implementation of complementary corridors in the near future, and ensure its sustainability under a long-term expansion plan of this mass transit system within Karachi's metropolitan area.

8. The mission highlighted the need to hold a sustainable and integrated approach towards the design and provision of infrastructure that enables efficient and smooth multi-corridor BRT service operations; this to ensure comprehensive integration conditions are readily available as new corridors are progressively built in the mid and long-terms, and new services are put into operation. By analyzing existing designs for road sections along M. A. Jinnah road between Gurumandir, Numaish, and Municipal Park, the mission identified three elements worth revisiting to ensure this provision, specifically:

- Design for BRT facilities and station at Numaish: Existing design focuses on Green Line operations and there is uncertainty on how will other BRT services from future corridors integrate at this station and with the BRT network at large. Options have been analyzed and discussed at preliminary level with GoS and Karachi Infrastructure Development Company Limited (KIDCL) (as PIU for the Green line's infrastructure) and presented below:

- Consideration for turning and intermediate (mid-corridor) staging facilities: Based on international experience on comparable bus-based systems, the implementation of U-turn and temporary staging facilities at strategic locations yields large operational benefits. For the Numaish case, these facilities would intervene not only as enabler for fleet regulation, but as a major BRT service interchange crucial at this location where services from four corridors (Green, Blue, Red, and Yellow) are expected to converge. Of importance to consider is that the implementation of the Yellow corridor is likely to be supported by the Bank and the work currently being executed for the Green Line will have direct implications for the Yellow Corridor services performance.

- BRT Corridor insertion within the urban fabric along the segment from Numaish to Municipal Park: There are three available alternatives for location of BRT and associated road facilities (at-grade or grade separated, underground or elevated). Considerations on urban sustainability, passenger integration and accessibility, and traffic engineering and management need to be assessed to further inform the selection process of a definitive option.

PAKISTAN

KARACHI SUPPORT URBAN MOBILITY PROGRAM

IMPLEMENTAION MISSION AIDE MEMOIRE
September 25 - October 5, 2017

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1. A World Bank (WB) team visited Pakistan from September 25 to October 6, 2017, to continue the Bank's support to Karachi's Urban Mobility Program initiated by the Government of Sindh. The mission was co-led by Said Dahdah (Senior Transport Specialist) and Hasan Zaidi (Senior Transport Specialist), and included Thierry Desclos (Senior Urban Transport Specialist), Ajay Kumar (Urban Transport Consultant), and Elkin Bello (Urban Transport Consultant).

2. The main purpose of this mission was to (i) hold discussions with key agencies on institutional, administrative and technical framework for the planning, design, implementation and operation of the Bus Rapid Transit (BRT) System in Karachi; (ii) discuss specific issues necessary to ensure successful operation of the BRT services along Green and Orange corridors, (iii) identify areas for Bank support in preparation and financing of the Bus Rapid Transit System, and (iv) conduct a workshop with broad stakeholder participation to share status of Karachi BRT preparation, identify outstanding tasks and present lessons from international experience.

3. The WB team held meetings with representatives from agencies from the Sindh Provincial Government – GoS (Secretary for Transport, Planning & Development Board, Mass Transit Authority), as well as with consultants and local experts. The list of entities and persons met is included in Annex l. The World Bank team extends its warm thanks for the excellent cooperation and hospitality received during its visit.

4. A meeting was held on October 3 between the Sindh Chief Minister along with his main cabinet members and the World Bank Country Director and the Pakistan team on outstanding issues and the next steps. There was common understanding of the features that are necessary to be in place for a successful implementation of the Green and Orange Corridors and their integration with the planned BRT network. During this meeting with the Chief Minister, the World Bank extended its financial and technical support to Karachi's Urban Transport needs following a multi-phase approach, starting with phase 1 that will include the construction and operation of the Yellow Line Corridor and the improvement of traffic management in key areas of the City.

5. A workshop to discuss the status of BRT in Karachi and identify next steps was held on October 27 with over 40 participants representing various agencies from federal and provincial governments, Universitiesy and other interested groups. The workshop was very well received and it was agreed that going forward more such discussions forums will be organized to share information and maintain momentum. The mission also visited Lahore BRT and held discussions with the Punjab Mass Transit Authority to gain a better understanding of BRT system implementation in the country.

Cc:

Government of Pakistan
Mr. Adil Akbar Khan, Joint Secretary, Economic Affairs Division

Government of Sindh
PS to Chief Minister Sindh, Karachi
PS to Minister of Transport, Karachi
Mr. Sualeh Ahmed Faruqui, Principal Secretary to Governor Sindh/Chief Executive Officer, Karachi Infrastructure Development Company Limited (KIDCL), Karachi
Mr. Saeed Ahmed Awan, Secretary, Transport & Mass Transit Department, Karachi
Mr. Mohammad Ramzan Awan, Secretary, Local Government, Karachi
Mr. Wasim Akhtar, Mayor of Karachi
Dr. Arshad Abdullah Vohra, Deputy Mayor of Karachi
Dr. Asghar Abbas, Metropolitan Commissioner, Karachi Municipal Corporation
Mr. Mohammad Athar, Director General, Karachi Mass Transit Authority (KMTA), Karachi
Mr. Khair Muhammad Kalwar, Director General, Directorate of Urban Policy & Strategic Planning Unit, P&D Department, Karachi

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THE WORLD BANK
INTERNATIONAL BANK FOR RECONSTRUCTION AND DEVELOPMENT
INTERNATIONAL DEVELOPMENT ASSOCIATION

Islamabad Office
20-A, Shahrah-e-Jamhuriat, G-5/1
Islamabad, Pakistan

Telephone: (92 51) 9090000
Facsimile: (92 51) 2279648-9
Mailing Address: P.O. Box 1025

October 18, 2017

Mr. Muhammad Waseem
Chairman
Planning & Development Board
Government of Sindh
Karachi

Dear Mr. Waseem:

Re: Pakistan- Support for Karachi Urban Mobility Program
Implementation Mission September 25 - October 5, 2017

I would like to thank the Government of Sindh for the excellent collaboration and support provided to the Bank's mission during September 25 - October 5, 2017 to continue our support to Karachi's Urban Mobility Program. The main purpose of this mission was to provide our technical support for the planning, design, implementation and operation of the Bus Rapid Transit (BRT) System in Karachi and to identify areas for financial support to the Bus Rapid Transit System under implementation.

I am pleased to report that significant progress has been made since the last mission and the Government has incorporated various suggestions made by the Bank following the July mission. The Bank team is impressed by the commitment shown by key implementing agencies in planning the system and the willingness to learn and ensure that the operation of the first BRT corridor is successful.

I confirm our commitment to support, technically and financially, Karachi's Urban Transport needs and we are ready to embark on a multi-phase approach, starting with phase 1. This phase will include the construction and operation of the Yellow Line Bus Rapid Transit Corridor and the improvement of traffic management in key areas of the city. In this regards, we look forward to receiving an official request so the team can start the preparation of the project as quickly as possible.

I look forward to continuing our support to the Government of Sindh in implementing a world class urban mobility system in Karachi that will be a model for other mega cities around the world.

Sincerely yours,

Melinda Good
Operations Manager, Pakistan

AGENDA NO. 9 – PUBLIC PRIVATE PARTNERSHIP UNIT

43. The DG PPP Unit has observed that various PPP projects are facing lackluster response from the line departments with respect to their execution. In this regard, an internal reporting mechanism may be established to monitor the progress of various projects and ensure their timely completion.

44. The chairman, acknowledging the issue, suggested that along with the PPP Policy board, project review meetings may be scheduled on monthly basis in Chief Minister House. Wherein, the members will be invited to attend these meeting and ensure that impediments are resolved so that the projects are executed timely.

Decision: The PPP Policy Board recommended formation of a mechanism for monthly reporting system to ensure PPP projects do not attract unwarranted delays.

AGENDA NO. 10 – PUBLIC PRIVATE PARTNERSHIP UNIT

45. The DG PPP Unit informed that Federal Board of Revenue (FBR) has withdrawn sum of PKR 382,850,097/- dated 30th March 2018 against non-payment of withholding taxes by Education Department, Government of Sindh. The Chairman stated that the department needs to take this issue with FBR and arrange for reimbursement of the amount deducted and any support, in this regard, from Government of Sindh will be extended to the department.

Decision: The PPP Policy Board decided that the Department needs to take up this issue with FBR and arrange for reimbursement of the amount deducted and any support, if required in this regard, from Government of Sindh shall be extended to the department.

of PKR 43,201 Million. The assumed sources of financing for the project include (i) Customer Advances (ii) Equity contribution by private investor and (iii) Commercial Debt. He further stated that Transaction Advisors are of the view that the project is viable through a Joint Venture contractual agreement may be put forward wherein GoS shall contribute the land, at market price, as equity whereas debt and equity should be contributed by the private partner, GoS shall receive a share in revenues, in lieu of its land contribution.

40. The Director SBoI informed DSEZ will facilitate the potential investors from China and other countries to either start new enterprises or transfer their facilities to Pakistan. In view of the importance of the project, the policy board is requested to approve ratification of summary dated 28/05/2018 for PDF Funding for Transaction Advisory Services and to launch the Project under PPP Mode, to approve the proposed Transaction Structure and to ratify and approve feasibility study of setting up of Dhabeji SEZ and direction to procuring agency to release the payment to consultants' consortium.

Decision: The policy board accorded approval for (1) Ratification of summary dated 28/05/2018 for PDF Funding for Transaction Advisory Services and to launch the Project under PPP Mode. (2) Proposed Transaction Structure (3) Ratification and approval of feasibility study of setting up of Dhabeji SEZ and direction to procuring agency to release the payment to consultants' consortium, as per contract.

AGENDA NO. 9 – SAFE CITY KARACHI PROJECT.

41. The Secretary IS&T informed that due to non-satisfaction of stakeholders (including law enforcement agencies as well as members of Steering Committee) on draft technical report raised concerns on the technical consultant's capability. Furthermore, the interference of NAB on consultant procurement process stemmed the progress. Accordingly the Chief Secretary Sindh called a meeting on 15th May, 2018 with concerned departments and after detailed deliberations and in view of the sensitivity of the nature of project, the project was not considered as viable under PPP mode. Hence, it was decided to terminate the project from PPP modality and that it shall may be included in the next financial year 2018-19 ADP portfolio of Information, Science & Technology Department.

42. In response to the same Additional Secretary Energy stated that this is a specialized project and that such projects are difficult to be executed under non-ppp mode as the local firms in Pakistan do not have sufficient expertise to execute such highly sophisticated projects. He further stated that in other provinces, such projects are being executed under a separate Authority and that such example may also be followed in Sindh. The DG PPP Unit responded that the PPPs under Information Technology are difficult to implement owing to the rapid technological changes and the longer duration of contracts with the concessionaires. He further stated that any system provider, under ADP, may also be held responsible for running the equipment and providing post installation maintenance services for its efficient utilization and long term sustainability. The Chairman stated that considerable time had been given to develop this project under PPP mode and considering department's recommendation, the project may be terminated for execution under PPP mode and further the Department may restart the process of procurement after deliberations with the stake holders, under non-ppp mode.

Decision: The PPP Policy Board approved the termination of the Safe City Karachi Project from PPP modality.

Decision: The PPP Policy Board granted approval to initiate procurement process to earmark land for 50 MW Power plant in the vicinity of K-IV project in collaboration with Consultants, Energy department and Land Utilization department.

34. The Director PPP Unit brought to the forums attention that STDC has been engaged to fulfill the transmission line element of this project and an approval is required to explore possible funding routes for that project. The DG PPP Unit informed the Board that STDC will shortly submit a proposal for this matter as well.

Decision: The PPP Policy Board approved laying of transmission lines through STDC and to explore funding structure for financing of transmission lines through STDC for K-IV Power project

AGENDA NO. 8 – SIR AGA KHAN JHIRK MULAKATYAR BRIDGE PROJECT

35. The DG PPP Unit informed the forum that in 25th meeting of the PPP Policy Board, the Board approved the concept of Change in Law as per Concession Agreement (CA) and directed the Works & Services Department to put up the draft contract agreement in along with its financial impact. The Agreement to this extent, namely "Change in Law Agreement No.1", was accordingly prepared and vetted from Law Department. Accordingly, detailed workings were carried out by the Independent Auditor (IA) to determine the financial impact. The adjustment has been restricted to only those Accounting Years where the aggregate effect of the same exceeds Rs 5 Mn.

36. As per IA determination the financial impact is resulting in tax cost of PKR 379.9 Million and tax savings of PKR 1.24 Billion summing up to net positive impact of PKR 860.66 Million for GoS over the term of the entire concession period. Accordingly a summary was submitted to the Honourable Chief Minister, Sindh and approval was obtained. The same is being presented in this PPP Policy Board for ratification.

Decision: The PPP Policy board accorded approval for ratification of Summary dated 30th August 2018 for Chief Minister Sindh approving the execution of Change in Law agreement on Jhirk Mulla Katiyar Bridge Project.

AGENDA NO. 8 – DHABEJI SPECIAL ECONOMIC ZONE.

37. The Director from Sindh Board of Investment briefed the forum that The Planning Commission of Pakistan is envisioning building 27 Special Economic Zones within Pakistan as part of the China Pakistan Economic Corridor (CPEC). The GoS has proposed the setting up of a special economic zone in Sindh. The proposed China Special Economic Zone ("CSEZ") shall be set up at the site comprising of 1530 acres of land at Dhabeji. The establishment of Dhabeji Special Economic Zone (DSEZ) in the area will not only bring the Foreign Direct Investment (FDI) but will also create Jobs, socio uplift the economic conditions and support poverty alleviation under China-Pakistan Economic Corridor in the province.

38. For this purpose, SBoI and GoS engaged Consultants for feasibility study for the CSEZ Project under CPEC. The Technical, Legal and Financial feasibility study had been conducted by the consultants and submitted feasibility report to Sindh Board of Investment in March 2018. The project is envisaged to be developed in PPP mode to achieve the objective.

39. The financial consultant for the project informed about the project structure and stated that the project is estimated to be constructed in three years with an estimated total project cost

mechanism whereas STDC is targeted to be in-charge of the transmission lines. This is mainly because K-IV phase 1 is located in the distribution area of Hyderabad Electric Supply Company (HESCO). It was assumed that the tariff from the project under IPP mechanism would bring in cost savings and reliability to the power supply. Director PPP Unit highlighted some of the financial and technical parameters applicable to 50 MW power supply project which will likely lead to higher tariff. The tariff originally computed for comparison purposes assumed higher plant efficiency of a 220 MW Power Plant to a likely lower efficiency of a 50 MW plant (lower MW capacity generally implies lower efficiencies). The USD/PKR exchange rate was assumed to be 100 compared to 130 and above today. A fundamental requirement of K-IV Phase 1 project is that it needs uninterrupted power supply, which means that the power plant complex will include redundancies within the system. The gas supply was also assumed at LNG based pricing rather than at domestic gas pricing. All of the above important factors warranted attention as they will very likely lead to higher tariff for 50 MW power supply.

29. The DG PPP Unit stated that since this project is being funded by both GoP and GoS, the federal government can be requested to provide required NG at domestically competitive prices through SSGC. This will ensure that the final tariff to be paid by KWSB/GoS is competitive. The Chairman stated that the project needs to be technology agnostic and it must be insured that KWSB procures power through a complex that provides the most competitive tariff. He further inquired whether or not HESCO had the capacity for supplying this power and stated that HESCO had previously stated that they have excess capacity.

30. The DG PPP Unit stated that a study was previously shared wherein HESCO required approximately PKR 6 - 7 billion to build the required Transmission Line infrastructure and to upgrade their grid network in Makli and Jhampir. An up to date load flow study is also currently being conducted to confirm HESCO's availability.

31. The Director PPP Unit further stated that Hyderabad has 6-8 hours of daily power outages and HESCO has one of the highest Transmission & distribution losses in the country. HESCO, being a distribution company does not generate it's own power and will very likely be unable to commit and fulfill the requirement for uninterrupted power required for this project. It was further shared that since the project is located within wind corridor with favorable solar irradiation levels, the team is exploring the possibility of integrating renewables in the power supply mix to make the tariff competitive.

32. The DG PPP Unit stated that it is prudent to understand that these challenges have inherent risks attached to them and would lead to additional cost to the Government and the Private Party. Thus, it will be important to try to improve project efficiency and reduce other costs like that of acquisition of gas.

Decision: **PPP Policy Board duly accorded approval to take all the requisite measures including directing relevant departments to coordinate with Federal Government for seeking its approval for Required quantity of Gas Allocation at preferably Domestic Gas Pricing structure for 50 MW K-IV project.**

33. The Director PPP Unit further informed the forum that this project will be located in the existing wind corridor where the Energy Department has currently leased out parcels of land for wind power projects. The Project Director for K-IV Bulk Water Supply Project stated that they have already initiated the process with the Land Utilization Department and a joint survey would be finalized by next week. However, it is prudent to have the Energy Department on board to make sure the required land is 'earmarked' for this project.

Decision: The Policy Board directed that the revised structure should be finalized by TFEC and approved the launch of stage 2 bidding process.

AGENDA NO. 4-6 – (I) WASTE WATER TERTIARY TREATMENT PLANT (II) DHABEJI PUMPING STATION OUTSOURCING PROJECT (III) DESALINATION PROJECT, KARACHI

22. The DG PPP Unit informed the participants that in order to address the water woes of Karachi City, KW&SB has identified various important projects which will help in improving the existing system, upgrading it and at the same time shall provide alternate sources of water supply, without squeezing the existing sources.

23. With respect to Waste Water Tertiary Treatment Plant, he informed the members that, currently KW&SB is already recycling 77MGD of water at TP-III, the project will help refine it further and shall be supplied to SITE area. At present, KW&SB is only providing 3-4 MGD of water to the industries.

24. With respect to Desalination Project, he informed that the department has carried out preliminary studies and analysis with respect to desalination plants and its cost and pricing.

25. With respect to Dhabeji Pumping Station, he informed that this project is of utmost importance, as the existing pumping system is highly inefficient, fragile and is run on day-to-day basis. The way it is being managed, this system may collapse, any time. It should be noted that this is the only pumping station supplying water from Keenjhar Lake to Karachi and if the same shuts down it would be catastrophic for the city. It is expected that successful execution of the project would not only result in additional 70MGD water being supplied to Karachi, but will also yield additional revenue of PKR 3.6 billion per annum to KWSB.

26. The DG PPP Unit further stated that the department has already carried out preliminary studies, in-house, from its sources. It seeks approval for PDF funding and hiring of Transaction Advisors under PPP Mode. The department intends to do the feasibility studies, in- house, from its sources and will only utilize the PDF funding if it deemed necessary.

Decision: The PPP Policy board accorded approval for PDF funding to hire Transaction Advisors for (i.) Waste Water Tertiary Treatment Plant (ii.) Dhabeji Pumping Station Outsourcing Project (iii) Desalination project Karachi, if the department deems it necessary. Otherwise the department may carry out feasibility studies from its own sources, in-house.

AGENDA NO. 7 – 50 MW POWER PLANT K-IV PROJECT

27. The DG PPP Unit informed the forum that KWSB has been actively working to procure 50 MW Power supply required to meet the power needs for K-IV Phase I project. The project has already been granted approval for hiring of transaction advisors and investor solicitation during the 25th PPP Policy Board Meeting and henceforth, a consortium of qualified and experienced technical, financial and legal consultants have been hired to carry out detailed feasibility study.

28. It was apprised by the Director PPP Unit that pumping requirements of K-IV Phase I require uninterrupted power supply from the power station and laying of transmission lines between Pumping Station 1 and 2. The project generation is being envisioned under an IPP

Amendments Related to Commercial Structure:

17. (a) Revised Capital Structure:

Description	%	PKR (Billion)
Private Partner Equity	31%	10.27
GoS Equity/ Sub Debt	29%	9.61
Commercial Loan	40%	13.25
Total Project Cost		33.13

18. Furthermore, the cap on GoS upfront financial commitment may also be increased to PKR 10.00 bn against previous PKR 8.00 bn. Also the GoS equity or part of it may be offered in shape of subordinated debt and repayment of the same shall start after the repayment of commercial loan. If we follow the revised capital structure, GoS may not be required to increase the benchmark revenue which is proposed by 1st stage participants.

19. (b) Minimum Revenue Guarantee (MRG)

Financial Consultant briefed that initially the demand risk of the project was equally shared between the developer and GoS through a MRG structure under which the upside (if the traffic exceeds the breakeven traffic) and the downside (if the traffic falls below the breakeven traffic) will be equally shared (50:50) between the developer and GOs. However, based on the feedback provided by the bidders the MRG structure may be revised as follows.

	Year 1	Year 2	Year 3	Year 4	Year 5	Year (6-10)
Downside Cover (GoS)	100%	100%	95%	80%	75%	50%
Upside (Gos) Windfall share	If traffic exceeds 120% of benchmark traffic, the resulting upside will be shared by (GoS 75% : Private Partner 25%)					

20. (c) Securitization of Commercial Loan:

With respect to the securitization of commercial loan, the Financial Consultant informed that the bidders have highlighted concerns with respect to initial structure as it does not entail any security mechanism to obtain the commercial loan. As per our consultations with the prospective lenders for the project, it was highlighted that in order to procure a commercial loan, the GoS may provide a security mechanism covering at least 50% of the total debt. Which may also be used to make MRG payments, if needed.

21. The table presenting the comparative analysis is presented below:

(In PKR Bn)

Description	Initial Structure			Revised Structure		
Estimated Project Cost			30.30			33.13
Capital Structure	PP equity	26%	7.87	PP equity	31%	10.27
	GoS Equity / Sub debt	24%	7.27	GoS Equity / Sub debt	29%	9.61
	Commercial loan	50%	15.15	Commercial loan	40%	13.25
Benchmark Traffic	21,600 ADT			21,600 ADT		
MRG	50:50 till Yr10			Declining trend in first 5 yrs and 50:50 from Yr6 -Yr10		
Securitization of bank loan	0%			50%		

AGENDA NO. 3 – MALIR EXPRESSWAY PROJECT

11. The DG PPP Unit briefed the forum that the said project was approved in 24th PPP Policy Board meeting on 26 Jan, 2018 for Investor Solicitation through two stage bidding procedure. Accordingly, the Technical & Financial Evaluation Committee ("TFEC") approved the 1st stage RFP and draft CA on 13th Feb, 2018. The 1st stage technical proposals/bids were received from given bidders:

#	Bidder
1.	Shandong Hi – Speed Group of Co. & FWO
2.	China State Construction Corporation
3.	Envicon (Pvt) Limited
4.	Zahir Khan & Brothers, Ashraf D Baluch and Sachal Engineering Consortium
5.	National Logistics Cell
6.	Sultan Mehmood and Company (SMC)
7.	CREC & Kainatt Enterprises

12. Subsequently, the project was discussed with the all the selected bidders and thoroughly assessed by the transaction advisors. Based on the outcome of such detailed discussion, the Department is proposing some changes in 2nd Stage RFP.

Amendments Related to Technical Specification:

13. (a) **Permission for using Malir River Bed:** The bidders have proposed that they be allowed to lift construction material Malir River Bed for construction of embankment and structures. This shall help in de-silting of the River Bed and shall also reduce the project by an estimated amount of PKR1,250 Million. However, at present lifting of material from the river has been banned by Supreme Court of Pakistan and the department shall have to confirm the current status and if required, seek exemption to this effect, from the Honorable Court.

14. (b) **3x3 lanes instead of 2x2 lanes:** The current structure envisaged construction of 2x2 lanes. However, due to expected increase in traffic in future years it is suggested that the scope of project should be increased to construction of 3x3 lanes. This may have an estimated additional cost impact of PKR 2,316 Million.

15. (c) **Extension of start point towards causeway on 12000 road:** With respect to the third condition, the DG PPP Unit stated that the starting point of the project was set at **Jam Sadiq bridge on Korangi 8000 Road** where most of the traffic would come from, passing through KPT interchange. However, during rush hours, at grade rotary has been failed to accommodate the growing traffic demand. Therefore it is proposed that the start point should be extended backward 1,100 meters so that traffic from Korangi and DHA Phase VII & VIII may approach the project facility directly without having to come to KPT interchange. This increase in length may result in additional cost of PKR 800.0 Million.

16. The DG PPP Unit invited the Financial Consultant for the project to brief the members about the proposed amendments in Financial Structure of the project. The Financial Consultant stated that initially the capital structure of the project was envisaged at 50% Commercial Debt; 26% of Private Party Equity and 24% GoS Equity (the GoS equity was capped at PKR 8 bn). However, if we factor in recent devaluation of Pak Rupee and account for the construction cost escalation it is estimated that the Project Cost may increase by PKR 3 bn, resulting in Total Project Cost of PKR 33.13 bn. In line with the changes in cost estimates, it is proposed that the Capital Structure may be revised, as follows.

not be in contravention or violation to the Concession Agreement. The Chairman stated that the delay on the part of Concessionaire to achieve financial close may result in the increase in the overall project cost which shall be an additional burden on the Government. Further, despite already giving ample time to the private party, it has not been able to achieve financial close, therefore, the Concession Agreement may be terminated in accordance with the relevant sections of the Concession Agreement.

Decision: **The PPP Policy Board accorded its approval for termination of the Concession Agreement for BRTS Yellow Line Project in accordance with the relevant sections of the same and undertaking the project through traditional mode of procurement.**

AGENDA NO. 2 – BRTS BLUE LINE PROJECT

6. The DG PPP Unit invited DG SMTA to brief the forum about the agenda. DG SMTA informed the participants that the Department received an Unsolicited Proposal ("USP") for the Infrastructure Development of Blue Line BRTs. The Department's Technical Committee reviewed the USP and with the assistance of Transaction Advisors validated the proposal. During the 23rd PPP Policy Board meeting held on 11th January 2018, the Honorable Chief Minister, Sindh accorded approval on the solicitation process of the Infrastructure component of BRTS Blue Line Project. Subsequently, two bids were submitted, both bidders were qualified technically and the financial bids were opened.

i. M/s Maqbool Associates, M/s Calsons, M/s Kainatt Enterprises (JV-consortium).

ii. M/s EA Consulting, M/s Sultan Mahmood & Company, M/s Asad Construction & Engineering (JV-consortium).

7. However, one of the bidders namely M/s Maqbool Associates has raised concerns regarding the procurement process and written various letter to SPPRA, Transparency International (TI) and NAB.

8. The Honorable Chairman inquired as to why the agenda has been presented in PPP Policy Board since the Board had already granted approval for launching the project through competitive bidding process. The Secretary SMTA replied, that the Department had followed competitive bidding process in fair and transparent manner, however the Department wants to upraise the forum regarding the current situation. In response to the same, the DG PPP Unit stated that the complainant on one had has been making complaints to different institutions like NAB, SPPRA and TI, whereas simultaneously has also been involved in the procurement process. It means that if the complainant does not win the Concession, it will again raise such objections to the procurement process.

9. The Chairman responded that the PPP Policy Board is not the relevant forum for such issues, the Department must follow the due process and ensure that the procurement process is carried forward in fair and transparent manner.

10. The DG SMTA intimated that a note to Chief Secretary, Sindh to constitute a Complainant Redressal Committee ("CRC") to address the grievances of the bidder had been put forward by the Department. In response to the same the Chairman P&D Board stated that he will look into it.

Decision: **The PPP Policy board directed the Department to follow the due process and to ensure that the procurement process is carried forward in fair and transparent manner.**

NO: FD(PPPUNIT)/PB/M26
GOVERNMENT OF SINDH
FINANCE DEPARTMENT
Karachi, dated October 10, 2018

7th Floor, AK Lodhi Complex, Sindh Secretariat # 6,
Shahreh-e- Kemal Ata Turk, Karachi Ph: (021) 99222186

Partnership for Development

MINUTES OF 26TH MEETING OF PUBLIC PRIVATE PARTNERSHIP (PPP) POLICY BOARD

The 26th meeting of the Public Private Partnership (PPP) Policy Board (the PPP Policy Board) was held on WEDNESDAY, 10TH OCTOBER at 3.00 pm at the Chief Minister House under the chairmanship of the HONORABLE CHIEF MINISTER, SINDH (the Chairman). The list of participants is attached as [ANNEXURE A] and the working paper is attached as [ANNEXURE B].

2. The meeting started with recitation of few verses from the Holy Quran. The Chairman welcomed the members and participants of the PPP Policy Board and requested DG PPP Unit to put forward the agenda(s) before the PPP Policy Board and initiate the proceedings.

AGENDA NO. 1 – CONFIRMATION OF 25TH PPP POLICY BOARD MINUTES

3. The DG PPP Unit informed the members about the first agenda of the meeting, ratification and approval of the minutes of 25th PPP Policy Board Meeting [attached as ANNEXURE C]. The Chairman invited all members for any comments or suggestions. No reservations were pointed out by any member.

Decision: The PPP Policy Board accorded its approval and confirmed the decisions made in the 25th meeting of the PPP Policy Board.

AGENDA NO. 2 – BRTS YELLOW LINE PROJECT

4. The DG PPP Unit informed the members that following a competitive bidding procedure, the Concession Agreement for infrastructure development was awarded on 9th Sep, 2016 to a Chinese firm namely, China Urban Electric Import & Export Corporation ("CUEC"). Subsequent to the signing of the Concession Agreement, the CUEC was required to raise financing for the project. However, the concessionaire has not been able to arrange financing from Chinese or local banks within the time period of 180 days as stipulated in Section 3 of the Concession Agreement. As the Concessionaire has not been able or failed to provide evidence of Financial Close being Condition Precedent no. 3.1-(a)(xi) in the Concession Agreement to GoS within in the said time period, the Department is seeking approval of the Policy Board to allow it (i) to terminate the Concession Agreement in accordance with Section 17(5) of the Public Private Partnership Act, 2010 ("PPP Act") and (ii) to undertake the same project under traditional mode of procurement.

5. In response to the same, the Honorbale Chairman, asked Secretary TMTD to read the relevant Section of PPP Act. The Chairman further inquired if the private party has been notified officially of the intention of the TMTD to terminate the Concession Agreement and that all requirements for termination have been put in place, upon which, the DG SMTA informed that they have been in contact with the private party. The Law Minister suggested that the Department should also check and ensure that the termination process to be initiated by the Department should

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Note Sheet

Date: 26th November 2018

No. PS/SECY/496
Dated: 03/12/2018
TRANSPORT DEPTT.

Subject: BUS RAPID TRANSIT SYSTEM (BRT) YELLOW LINE (INFRASTRUCTURE DEVELOPMENT) PROJECT – TERMINATION NOTICE

The Transport & Mass Transit Department, Government of Sindh. (The **TMTD**) in assistance with the Public Private Partnership Unit, Finance Department, Government of Sindh (the **PPP Unit**) launched the Bus Rapid Transits System (the BRTS)-Yellow line (the **Project**) through International Competitive Bidding process under PPP mode.

2. The China Urban Electric Import & Export Corporation (the **'CUEC'**) and the TMTD signed the Concession Agreement for the Yellow Line Project on 9 September 2016. Subsequent to the signing of the Concession Agreement, the CUEC tried to raise financing from Chinese Banks. However, as they were unable to raise the financing from China, the Public Private Partnership Unit (the **'PPP Unit'**) and the Sindh Fund Management House (the **'SFMH'**) of the Finance Department, Government of Sindh along with the TMTD approached banks to raise financing locally and obtained tentative term sheets from the Habib Bank Limited and the United Bank Limited. The same was also discussed during the 22nd PPP Policy Board meeting (**Annexure A**) on 7 November 2017 under the Chairmanship of the Honorable Chief Minister, Sindh. During the meeting it was decided that:

> *"The PPP Policy Board asked TMTD to seek opinion from Law Department, on immediate basis with respect to providing GOS support in light of the RFP and present the findings."*

3. In this regard an opinion was sought from the Law Department wherein they opined that:

> *"The Sindh Public Procurement Rules, 2010 do not provide for financial assistance to a project entered in Public Private Partnership it only provides for bidding, procurement of goods etc. However, section 15 of the Sindh Public Private Partnership Act provides for the Government support to the projects entered into public private partnership. Clause (iii) of sub-section (1) of same section provides for direct financial assistant through the viability Gap Fund.*
>
> *Therefore, the financial assistance, if any by Government to the project, will be in line with the aforementioned provisions of the Public Private Partnership Act."*

4. At the same time, the World Bank has shown an interest in undertaking and financing the Yellow Line Project (Aide Memoire of WB is attached as **Annexure B**).

5. The same was taken into the 26th PPP Policy Board meeting (**Annexure C**) wherein the Secretary TMTD mentioned that the Section 17(5) of the PPP Act requires the private party to achieve financial close within 12 months, failure of the same must be reported to the PPP Policy Board with reasons so that the Board may decide on scrapping the existing procurement process or otherwise. Therefore, it was decided that:

DISPATCH FROM SMTC / T&MT. Deptt Dairy No 493 Dated: 3-12-18

DISPATCH FROM SMTC / T&MT. Deptt Dairy No 547 Dated: 19-12-18

DISPATCH FROM SMTC / T&MT. Deptt Dairy No 435 Dated: 27-11-18

No. 472 Dated: 27/11/2018 TRANSPORT DEPTT.

"The PPP Policy Board accorded its approval for termination of Concession Agreement for BRTS Yellow Line Project in accordance with the relevant sections of the same and undertaking the project through traditional mode of procurement."

6. In this connection, the termination notice of Concession Agreement of BRTS Yellow Line Project to Chinese Consortium is attached as **Annexure X** for your perusal and signature please.

Sd/- 26/11

Assistant Director Finance
PPP Node

7. **Managing ~~Director~~, SMTA**

For kind perusal and signature pl.

Sd/- 26/11/2018

8. **Secretary, TMTD**

Pl. get it vetted by Law Dept. Make separate draft for Law Secretary indicating therein all facts & enclose all copies alongwith by 3-12-18.

Sd/- 30/11/18

MD/SMTA

Copy

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Note Sheet

Date: 26th November 2018

DISPATCH FROM
SMTC / TRANT. Deptt
Dairy No 435
Dated: 27-11-18

Subject: BUS RAPID TRANSIT SYSTEM (BRT) YELLOW LINE (INFRASTRUCTURE DEVELOPMENT) PROJECT – TERMINATION NOTICE

The Transport & Mass Transit Department, Government of Sindh, (The **TMTD**) in assistance with the Public Private Partnership Unit, Finance Department, Government of Sindh (the **PPP Unit**) launched the Bus Rapid Transits System (the BRTS)-Yellow line (the **Project**) through International Competitive Bidding process under PPP mode.

2. The China Urban Electric Import & Export Corporation (the **'CUEC'**) and the TMTD signed the Concession Agreement for the Yellow Line Project on 9 September 2016. Subsequent to the signing of the Concession Agreement, the CUEC tried to raise financing from Chinese Banks. However, as they were unable to raise the financing from China, the Public Private Partnership Unit (the **'PPP Unit'**) and the Sindh Fund Management House (the **'SFMH'**) of the Finance Department, Government of Sindh along with the TMTD approached banks to raise financing locally and obtained tentative term sheets from the Habib Bank Limited and the United Bank Limited. The same was also discussed during the 22nd PPP Policy Board meeting (**Annexure A**) on 7 November 2017 under the Chairmanship of the Honorable Chief Minister, Sindh. During the meeting it was decided that:

> *"The PPP Policy Board asked TMTD to seek opinion from Law Department, on immediate basis with respect to providing GOS support in light of the RFP and present the findings."*

3. In this regard an opinion was sought from the Law Department wherein they opined that:

> *"The Sindh Public Procurement Rules, 2010 do not provide for financial assistance to a project entered in Public Private Partnership it only provides for bidding, procurement of goods etc. However, section 15 of the Sindh Public Private Partnership Act provides for the Government support to the projects entered into public private partnership. Clause (iii) of sub-section (1) of same section provides for direct financial assistant through the viability Gap Fund.*
>
> *Therefore, the financial assistance, if any by Government to the project, will be in line with the aforementioned provisions of the Public Private Partnership Act."*

No 472
Dated: 27/11/2018
TRANSPORT DEPTT.

4. At the same time, the World Bank has shown an interest in undertaking and financing the Yellow Line Project (Aide Memoire of WB is attached as **Annexure B**).

5. The same was taken into the 26th PPP Policy Board meeting (**Annexure C**) wherein the Secretary TMTD mentioned that the Section 17(5) of the PPP Act requires the private party to achieve financial close within 12 months, failure of the same must be reported to the PPP Policy Board with reasons so that the Board may decide on scrapping the existing procurement process or otherwise. Therefore, it was decided that:

ANNEXURE A – LIST OF MEMBERS AND PARTICIPANTS FOR THE MEETING

LIST OF PARTICIPANTS FOR 22ND PPP POLICY BOARD MEETING
HELD ON 7THNOVEMBER, 2017 AT 04:00 P.M. AT CHIEF MINISTER, SINDH SECRETARIAT KARACHI

S#	NAME	DESIGNATION	DEPARTMENT
1.	Mr. Ghulam Qadir Chandio	MPA	Member of Provincial Assembly
2.	Mr. Syed Owais Shah	MPA	Member of Provincial Assembly
3.	Mr. Sohail Anwar Siyal	Minister	Agriculture, Supply & Prices Department
4.	Mr. Jam Mehtab Hussain Dahar	Minister	School Education Literacy Department
5.	Mr. Syed Sardar Shah	Minister	Culture & Tourism Department
6.	Mr. Dr. Sikandar Ali Mandhro	Minister	Health Department
7.	Mr. Syed Nasir Hussain Shah	Minister	Transport & Mass Transit Department
8.	Mr. Rizwan Memon	Chief Secretary	
9.	Mr. Muhammad Waseem	Chairman, P&D Board	Planning & Development Board
10.	Mr. Muhammad Sohail Rajput	Principal Secretary to Chief Minister	Chief Minister Secretariat
11.	Mr. Asif Jahangir	Acting Secretary Finance	Finance Department
12.	Mr. Sajid Jamal Abro	Secretary	Agriculture, Supply & Prices Department
13.	Mr. Iqbal Hussain Durrani	Secretary	School Education Department
14.	Mr. Ghulam Akbar Laghari	Secretary	Culture & Tourism Department
15.	Mr. Fazllullah Pechuho	Secretary	Health Department
16.	Mr. Saeed Ahmed Awan	Secretary	Transport & Mass Transit Department
17.	Mr. Agha Wasif Abbas	Secretary	Energy Department
18.	Mr. Asif Brohi	Private Member	Ex-President NBP
19.	Mr. Sarosh Hashmat Lodhi	Private Member	Dean, NED University
20.	Mr. Muhammad Athar	Director General	Transport & Mass Transit Department
21.	Mr. Syed Shahnawaz Nadir Shah	Chief Investment Specialist	Sindh Fund Management House
22.	Mr. Khalid Mehmood Shaikh	Director General	PPP Unit, Finance Department
23.	Mr. Fahad Ansari	Director	PPP Unit, Finance Department
24.	Mr. YasirMumtaz Khokhar	Director	PPP Unit, Finance Department
25.	Mr. Zain Fawzi	Director	PPP Unit, Finance Department
26.	Mr. Muhammad Danish	Director	PPP Unit, Finance Department
27.	Mr. Abrar Khan	Director	PPP Unit, Finance Department
28.	Mr. Mir Yahya	Director	PPP Unit, Finance Department
29.	Mr. Huzaifa Muqadam	Assistant Director	PPP Unit, Finance Department
30.	Mr. Sajjad Hussain Gilal	Assistant Director	PPP Unit, Finance Department

42. The chief Minister inquired about the current status of the project. In response, Secretary Health Department informed that Request for Qualification (RFQ) was issued and the deadline for submission of prequalification document is 20th November, 2017. Further, CM Sindh emphasized that similar emergency and ambulance services are to be undertaken in other districts of Sindh and enquired whether the scope of the procurement in the RFQ account for the same. Secretary Health Department affirmed that the fresh procurement also covers provision of similar emergency and ambulance services in the other districts. At this stage prequalification exercise of the operators is being carried out and thereafter first RFP will be issued for contracting out of EMS services in Badin and T. M. Khan which should capture the provision of extension of service to other cities so that further procurement processes is not made for the extension of these services.

43. The Chairman stated that there should be a centralized command and control System of the overall emergency and ambulance services in the province. He further stated that Health Department should engage the private sector and work on developing a centralized command system controlling all emergency services. Secretary Health Department affirmed that EMS operators hired for this project will also be required to integrate with the centralized C&C

Decision: *The forum accorded its approval to ratify the above mentioned summary for CM for outsourcing of emergency and ambulance services in all districts of Sindh including district of Badin and Tando Muhammad Khan. The Procurement shall cover future expansion of project in other districts of Sindh, as and when required.*

AGENDA NO. 6 (I) SINDH BASIC EDUCATION PROGRAM – RATIFICATION OF SUMMARY

36. The DG PPP Unit informed the members that under SBEP program the department had outsourced nine (9) schools to private partners, so far in two stages. The present request is for ratification of summary through Chief Minister, Sindh for awarding fourteen (14) more schools to the private partners.

37. The Secretary Education briefed the participants that there are total 106 schools under this program, out of which in the first phase of EMOs project four (4) schools were handed over, in phase two five (5) more schools were outsourced and the current request for ratification pertains to outsourcing of 14 more schools. The Member Provincial Assembly inquired about the priority assigned to selection of districts for these schools. In response to the same, the Secretary Education informed the members that the schools are being constructed by USAID in those districts where the existing schools have been badly damaged due to floods in Sindh.

Decision: *The PPP Policy Board accorded approval for ratification of summary and signing of Concession Agreement of 14 SEBP schools*

AGENDA NO. 6 (II) CAMBRIDGE AND COMPREHENSIVE SCHOOL PROJECT– RATIFICATION OF SUMMARY

38. The DG PPP Unit informed the members that the School Education and Literacy Department, has undertaken establishment of two schooling systems i.e. English Medium Schools in Cambridge System (EMS) and Comprehensive High Schools (CHS). There are total fifty (50) schools, twenty five (25) each, to be constructed in twenty five (25) districts of Sindh. The agenda is being presented for ratification of summary for hiring transaction advisors through PDF facility.

39. The Chief Minister Sindh, inquired about the need for engaging Transaction Advisors since the department has already outsourced such schools on EMO model. In response to the same, the Secretary Health endorsed Chief Minister's comments and stated that the department can prepare RFP and has already shortlisted interested parties.

40. The DG PPP Unit responded that the agenda was presented, as the same was approved through a summary to Chief Minister Sindh. Nevertheless, the same can be declined and the department may be asked to launch the project for Investor Solicitation.

Decision: *The PPP Policy Board cancelled the request for ratification of summary and accorded approval for launch of project for investor solicitation through PPP Unit and the Education Department jointly without hiring the consultants for this project.*

AGENDA NO. 7 CONTRACTING OUT OF SINDH PEOPLE'S AMBULANCE SERVICE IN BADIN AND TANDO M KHAN PROJECT– RATIFICATION OF SUMMARY

41. The Secretary, Health department informed the forum that Health Department and Aman Healthcare Services (Aman Foundation) on 04-03-2015 entered into an agreement for establishing, managing and operating a dedicated Emergency Medical Services (EMS) and ambulance service modeled on the Aman Ambulance System for Districts Thatta and Sujawal with provisions in other districts of Sindh. Health Department now plans to expand the Sindh People's Ambulance Service to two more districts of Sindh i.e. District Badin and Tando Muhammad Khan. He further informed that Health Department initiated a summary for CM to get approval for contracting out of EMS and ambulance services in the districts of Badin and Tando Muhammad Khan which was approved on 4th August, 2017.

a. Jabbar

should enhance its research wing, establish labs and incubate such variety of plants which may attract private sector. The Chief Minister stated that the Agriculture department and academia through universities may join hands together and undertake research for such projects. The Chief Minister, Sindh directed the Agriculture Department may undertake technical feasibility study through PC-II and develop the project. If the finding suggests that the project is feasible for private sector the same be brought in PPP Policy Board for consideration.

Decision: *PPP Policy Board decided that the Agriculture Department may engage consultants through PC-II for technical feasibility. Based on technical feasibility outcomes, the project may be undertaken under PPP mode if found viable.*

AGENDA NO. 5 LAB-E-MHERAN TOURISM PROJECT SUKKUR- RATIFICATION OF SUMMARY

31. The DG PPP Unit gave initial introduction of project and informed the members that the approval, through summary from Chief Minister, for hiring of transaction advisors, to conduct feasibility study was obtained by Culture, Tourism & Antiquities department. The agenda has been placed before the members for ratification of summary.

32. The Secretary Culture, Tourism and Antiquities department further briefed the members that the project was conceived by Commissioner Sukkur and the project intends to develop a theme park, to uplift existing project site and convert it into a recreational place for Sukkur citizens.

33. The Chief Minister inquired about the current status of the project. In response to the same the director PPP unit briefed the members that after receipt of approval for PDF funding the department had published the advertisement in leading newspaper for hiring of transaction advisor. In relation to the advertisement, the department has received bids and the same are under evaluation. The Minister Culture, Tourism and Antiquities department asked the Director PPP to also update the forum about the reservations of Mayor Sukkur and a case filed by a local resident. The director PPP unit informed the members that Sukkur Municipal Corporation has conveyed reservation to the Secretary Local Government for not taking the department on board. However, the department is of the view that identifying the relevant department and seeking required approvals is also a part of the consultants. Hence all the departments will be taken on board before launch of the project for investor solicitation.

34. The Member Provincial Assembly endorsed the project and briefed the members that there is huge potential for this project considering its location and that the department may be encouraged to carry out feasibility study for the same. The Chief Minister directed the Minister and Secretary Culture, Tourism & Antiquities department to engage Mayor Sukkur and proceed with the hiring of transaction advisors and resolve all the hurdles delaying implementation of the project.

35. The Chief Minister also commented that a Feasibility Study was conducted by Transaction Advisors for Keenjhar Lake Resort Project, The Minister Culture Tourism should also look into this project as through upgrading Karachi Thatta Dual Carriageway the accessibility for Keenjhar will improve further.

Decision: *The PPP Policy Board accorded approval for ratification of PDF summary and asked the Minister and Secretary Culture to resolve all the hurdles and ensure that the project is timely implemented. The Chair also asked the Minister and the Secretary Culture to look into the Keenjhar Project and if they find it suitable, work towards implementing that project should also be done and put up in the next PPP Policy Board meeting.*

AGENDA NO. 4 (B) SOLAR DEHYDRATION PLANT FOR DATES PROJECT – RATIFICATION OF SUMMARY

26. The DG PPP unit informed the members that the Agriculture Department wants to establish a Solar Dehydration Project for local production of dates at Khairpur. The Agriculture Department obtained approval for PDF funding from Chief Minister through a summary and that the same is presented in Policy Board for ratification. The Chief Minister asked DG PPP Unit to brief the members about Project details and its current status. The DG PP Unit informed the members that the department has notified the Consultant Selection Committee (CSC) for the Project. The Process for consultant selection will commence after finalization of bidding documents. With respect to project details, the DG PPP Unit intimated that the project for dehydration of dates was envisaged backed by solar technology, the consultants will undertake Technical Feasibility study and develop its financial model and asses legal and operational viability of the project.

Decision: ***The PPP Policy Board ratified the Summary for PDF funding to engage consultants for feasibility & transaction advisory services.***

AGENDA NO. 4 (C) ESTABLISHMENT OF DRY LAND FARMING RESEARCH INSTITUTE MITHI– APPROVAL FOR PDF FUNDING

27. The DG PPP Unit briefed the forum that Agriculture department wants to upgrade the existing research institute at Mithi. However, PPP Unit understands that if the same cannot be upgraded due to financial capability and or technical constraints, the Agriculture department may upgrade the same from Public Sector Funding. In response to the same, the Secretary Agriculture department stated that dry land farming institute may be established in PPP mode due to suitability issues. In response to the same, Chief Minister inquired if the private sector will be interested in undertaking such project. The Minister Agriculture informed that the department wants to undertake research studies for this project and more such projects in PPP mode as it has been lagging in improving the agriculture research wing.

28. The DG PPP Unit proposed that instead of undertaking this project in PPP mode, the department should engage agriculture research academia and undertake such studies for research centers through public sector funding mechanism as the private partner may not find a compelling commercial interest in such kind of project. The private member of the Policy Board stated that Higher Education has been promoting such kind of research studies, the department may also explore options of undertaking feasibility study or research with higher education commission of Pakistan.

Decision: ***The PPP Policy Board decided that the subject project is not ideally suited under PPP mode. The Agriculture Department may engage Agriculture University to assess ways and means through which the research institute can be made effective.***

AGENDA NO. 4 (D) THE TISSUE CULTURE TECHNOLOGY LAB FOR FRUITS, VEGETABLES AND FLORICULTURE PROJECT

29. The DG PPP Unit briefed the forum that the agenda is similar in nature to the other project presented by the Agriculture Department i.e. Dry land farming research institute Mithi. Therefore, a similar research through academia and public funding may be proposed for this project, as well. In response the Secretary Agriculture briefed that there are several kind of diseases which attack flowers, vegetables and other crops and therefore needs to be researched and understood in order to avoid mass losses to the plants.

30. The private member informed that there are various companies in Punjab and other provinces which undertake such developed plants on commercial basis, but for that the department

a. Jehangir

Decision: *The PPP Policy Board directed the department to get the unsolicited proposal reviewed by its Technical Committee and based on its findings the department may present the unsolicited proposal to PPP policy Board for PDF approval.*

AGENDA NO. 3 (E) BLUE LINE PROJECT – BRTS

22. The DG PPP Unit briefed the members that the department has received another Unsolicited Proposal for Blue Line Project for infrastructure development. The following details were read out by DG PPP Unit.

Concession Period	27 Years (Construction 2 years, O&M 25 years)	
Length of the corridor	9.8 kilometer	
Capital Structure	Option 1	Option 2
Equity/Contribution – GoS	14%	50%
Equity – Private Partner	16%	16%
Debt	70%	34%
Project Cost	Rs. 16.6 billion	Rs. 16.9 billion
Total Outlay by GoS (at 5% discount factor)	Rs. 35.3 billion	Rs. 32.8 billion

23. Chief Minister, Sindh directed that TMTD should evaluate the unsolicited proposal of consortium of EA Consulting Pvt. Limited through its technical committee and also with the help of validation exercise by transaction advisors which are already hired for the project. Moreover, he also inquired about the interest of Bahria Town, as it had previously submitted an unsolicited proposal for Blue Line project.

24. In response to the same, the DG SMTA informed that Bahria Town had submitted Unsolicited Proposal in 2015 and the same was vet by the transaction advisors. However in 2016 Bahria town withdrew its unsolicited proposal.

Decision: *The PPP Policy board accorded approval that the department's Technical Committee should review the unsolicited proposal and the same may also be validated by transaction advisors. Moreover, if the unsolicited proposal of consortium of EA Consulting Pvt. Limited is found feasible for PPP mode, the TMTD may develop the infrastructure of Blue Line in PPP mode by following the unsolicited procedure as laid down in the SPPRA Rules / Act.*

AGENDA NO. 4 (A) MODERN FRUIT, FISH AND MEAT MARKET LUQMAN KHAIRPUR -- RATIFICATION OF SUMMARY

25. The DG PPP unit informed the forum that the Agriculture Department is desirous of developing a modern market in district Khairpur and approval for project development facility (PDF) was obtained by the department through summary. The agenda is being presented to ratify the same. In response to the same, Chief Minister, Sindh asked to brief about the current status of the project. The Secretary Agriculture informed the members that the department has notified the Consultant Selection Committee (CSC) through a notification of SGA&CD. The Process for consultant selection will commence after finalization of bidding documents. Further, the Minister Agriculture commented that the Khairpur city already has provision for an economic zone therefore the project may be taken to any other District headquarter. In response to the same the Chief Minister stated that the consultants, in their study may include suggesting a better site for launching of this project.

Decision: *The PPP Policy Board ratified the Summary for PDF funding to engage Consultants for feasibility & transaction advisory services, however, the Consultant for the project may look into establishment of such market at any other district which should be their scope of work as well.*

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AGENDA NO. 3 (B) YELLOW LINE PROJECT – APPROVAL FOR SELECTION OF BANK

15. The DG PPP Unit briefed the forum that in line with the requirements of the private party, two local banks were engaged for the financial close by the concerned private party and has worked out concrete offers from two leading local banks in Pakistan namely HBL and UBL. Pointing at the comparison of term sheets of both the banks, DG PPP Unit stated that UBL's offer seems more competitive and will require less cash outflow for GoS. Moreover if UBL is selected, GoS will further negotiate with UBL and shall try to bring down the financing cost.

16. The Chief Minister commented that as per RFP financial close was the responsibility of the concessionaire, and GoS should not undertake any responsibility in the financial close.

17. The Chief Minister, Sindh further inquired if the *support for financial close* means actually providing cash collateral to the local banks and arranging financing for the project. The Chief Minister directed the department to seek an opinion from the Law Department with respect to the RFP of the project if GoS to provide / undertake guarantee of cash support or otherwise to the project.

Decision: ***The PPP Policy Board asked TMTD department to seek an opinion from Law Department, on immediate basis, with respect to providing GoS support in light of RFP and present the findings.***

AGENDA NO. 3 (C) ECOBUS (PVT) LTD- INTRA-CITY BUS PROJECT

18. The DG PPP Unit informed the forum that TMTD has received an unsolicited proposal from Ecobus Company, interested in operating Electric buses with air-conditioning plying on all possible public transport routes within the city of Karachi. The Project Cost has been stated at Rs 68.00 Billion, the concession period has been proposed at 20 years and the debt and equity for project has been proposed at Rs 54.30 Billion and Rs. 13.60 Billion, respectively.

19. After decision it was decided that the departmental Technical Committee should review the Unsolicited Proposal then the department may bring the finding to the PPP Policy Board for approval of PDF Funding, if required.

Decision: ***The PPP Policy Board directed the department to get the unsolicited proposal reviewed by its Technical Committee and based on its findings the department may present the unsolicited proposal to PPP policy Board for PDF approval.***

AGENDA NO. 3 (D) INTRA- CITY BUS OPERATIONS PROJECT

20. The DG PPP Unit informed that the department has received unsolicited proposal for Intra-city Bus Transport Project' for Karachi. The estimated Project Cost is PKR 8.567 billion which includes procurement of buses and other capital costs. The Government has to assure to the Concessionaire that buses shall be made to travel on the route, during the respective financial year. The depots / parking stations for the buses to be provided by the government including the O&M / rehabilitation cost of the depots / parking stations may be charged. The unsolicited proposal quoted the PV of Performance payment / Bid Price of Rs. 50.93 billion.

21. After decision it was decided that the departmental Technical Committee should review the Unsolicited Proposal then the department may bring the finding to the PPP Policy Board for approval of PDF Funding, if required.

2 (IV) APPROVAL OF AMENDMENTS IN PPP POLICY, PDF GUIDELINES, VGF GUIDELINES AND SELECTION CRITERIA.

11. The DG PPP Unit informed that the members that existing framework including PPP Policy, PDF Guidelines, VGF and Selection criteria have been amended in order to be incorporated into new policy. However, there will be no change in existing structure, the proposed changes will enhance, develop, elaborate the roles of PPP Unit, Sindh Fund Management House and government agency and that the same has also been agreed by ADB. Therefore, the proposed amendments may be approved in these documents.

Decision: *The PPP Policy Board accorded approval for amendments in PPP Policy, PDF Guidelines, VGF and Selection criteria documents.*

AGENDA NO. 3 (A) MOTOR VEHICLE INSPECTION (MVI) PROJECT – POST FACTO APPROVAL

12. The DG PPP Unit informed the forum that Concession Agreement for MVI project was signed on 14th July 2017 and the same is being presented for seeking post-facto approval. The DG PPP Unit briefed about the key hindrances in the implementation of the VICS project and stated that to develop inspection facilities, required land is to be provided by GoS to the Concessionaire on license basis. However, most of the portions of land are not vacant and encroached by different federal agencies. Upon which, the worthy Chairman asked Secretary Transport to brief the members about its current status.

13. The secretary Transport further briefed that as per Concession Agreements, the selected sites could not be made available till date. In this regard the department has asked Minister Transport to arrange a meeting with DG Rangers so that some sites may be made available. At present, only one facility is available which the department has visited and directed to demarcate the same. Once this facility is available we will hand it over to the concessionaire. For the remaining 8 to 9 sites, the department is facing difficulty to get the same vacated, due to encroachments.

14. The worthy chairman remarked that why the department signed concession agreement when the land was not made available. The chairman further asked if the department is not able to get hold of required sites, will it have any financial implication for GoS under the concession agreement. In response to this, the DG PPP Unit explained that, according to provisions of the signed Concession Agreement, providing required land to the Concessionaire is one of the condition precedents. Hence, the Concession Agreement will not be effective in case this condition precedent is not fulfilled by the GoS and. In such case, if any contracting party's CPs have been met but the other party has not been able to meet its CPs, the CPs fulfilling party can terminate the agreement. Whereas, in the instant case, both the GoS and Private Party are at breach as there are certain CPs which are not met by both the parties. Moreover an Interdepartmental Coordination Committee (IDCC) was formed by TMTD for close coordination of the all stakeholders including Excise & Taxation Department, Traffic Police, IT Department and Law Department which shall ensure the enforcement mechanism.

Decision: *The PPP Policy Board accorded post-facto approval for award of the VICS project to the preferred bidder. Also, it was recommended that TMTD overcome the hindrances in the implementation of the project on immediate basis i.e. (i) to discover other available portions of land from its internal resources or from other departments of the GoS and (ii) to call meeting of IDCC at earliest for effective enforcement. PPP Unit shall submit further progress to the next PPP Policy Board meeting wherein the project outcomes shall be decided.*

A. Jahangir

2(I) INCORPORATION OF A COMPANY NAMED "PPP PROJECT SUPPORT FACILITY" (PSF) UNDER SECTION 42 OF THE COMPANIES ACT, 2017 WITH SECURITY AND EXCHANGE COMMISSION OF PAKISTAN WHICH WILL BE INDEPENDENTLY MANAGING THE NEW VGF FOR ACHIEVING BETTER VALUE AND IMPROVING RISK MANAGEMENT OF THE VIABILITY GAP FUND (VGF)

6. DG PPP Unit informed the participants that in order to execute the project, the first agenda item is incorporation of a section 42 company namely "*Public Private Partnership Support Facility*". In this regard, all the documents required by SECP including Memorandum of Association, Articles of Association, Statement of work, Project financials and company TORs for key position have been drafted.

7. The Chairman stated that the members should be briefed in detail about the project. In response to the same, the Principal Secretary to Chief Minister, Sindh informed that the proposed project shall support the development goals of Government of Sindh for sustainable infrastructure provision through PPPs. He also stated that GoS has been negotiating with ADB on the EPPP project and various changes, proposed by ADB and agreed by GoS, in VGF and PDF with respect to its operations, effectiveness and funding mechanism have been incorporated. The Board of PSF will comprise of Five (5) Directors of which three (3) will be Independent and two (2) will be from GOS. Chairman of the board of directors will be an independent director. The Honorable Chief Minster Sindh has approved three names for appointment as Independent Directors and Chairman on the PSF Board during July 2017, however, only one private member has been approved by the ADB and for the remaining two private members, the names shall be sent to ADB after getting confirmation from the Chief Minister, Sindh.

8. The DG PPP unit further briefed that for the next five years both VGFs, existing and new, will be operational parallel, however after Jan 1, 2022 the existing VGF will cease to exist and all the funding requirements will be met by new VGF. The DG PPP unit requested the Policy Board members to accord approval for Incorporation of a section 42 company.

Decision: ***The PPP Policy Board accorded approval for Incorporation of the company namely "PPP Project Support Facility" (PSF) under section 42 of The Companies Act, 2017 with Security and Exchange Commission of Pakistan.***

2 (II) APPROVAL OF FUNDING FROM PDF FOR COMPANY INCORPORATION UP TO RS. 5 MILLION

9. The DG PPP Unit informed that in order to incorporate the section 42 company, as required for implementation of EPPP Project, a sum of Rs 5.00 Million may be approved from PDF for meeting registration and other fees based on nominal share capital and other expenses.

Decision: ***The PPP Policy Board accorded approval for funding of company incorporation expenses up to PKR 5 Million from PDF.***

2 (III) APPROVAL OF INITIAL EQUITY INJECTION FOR AN AMOUNT OF RS. 550 MILLION AS PER PROJECT AGREEMENT WITH ADB

10. The DG PPP Unit stated that Rs 550.00 Million shall be required to inject equity into the PSF company for meeting its operational costs during the project period. He further briefed that this amount has already been allocated in regular budget to Finance Department and that the agenda has been presented only for information of the PPP Policy board members.

Decision: ***The PPP Policy Board accorded approval for the company equity to be injected as this amount has already been allocated in the budget head.***

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Partnership for Development

NO: FD(PPPUNIT)/PB/M22
GOVERNMENT OF SINDH
FINANCE DEPARTMENT
Dated: November 07, 2017

7th Floor, AK Lodhi Complex, Sindh Secretariat # 6,Shahrah-e- Kemal Ata Turk, Karachi Ph: (021) 99222194 www.pppunitsindh.gov.pk

MINUTES OF 22nd MEETING OF PUBLIC PRIVATE PARTNERSHIP (PPP) POLICY BOARD

The 22nd meeting of the Public Private Partnership (PPP) Policy Board (the PPP Policy Board) was held on Tuesday, NOVEMBER 07, 2017 at the Chief Minister House under the chairmanship of the HONORABLE CHIEF MINISTER, SINDH (the Chairman). The list of participants of the meeting is attached as [ANNEXURE A] and the working paper is attached as [ANNEXURE B].

2. The Chairman welcomed the members and participants of the PPP Policy Board and requested DG PPP Unit to present the agenda before members of the PPP Policy Board.

AGENDA NO.1 – CONFIRMATION OF 21ST PPP POLICY BOARD MINUTES

3. At the start of the proceedings, DG PPP Unit, informed the members to initiate the proceedings with approval and confirmation of the minutes of 21st Policy Board Meeting [attached as ANNEXURE C].The DG PPP Unit briefed the members regarding the minutes and all projects presented in 21st PP Policy Board Meeting held on 17 March, 2017. Honorable Chief Minister asked the members if there was any reservation, with respect to minutes of 21st PPP Policy Board meeting. No reservations were pointed by any member present.

Decision: *The PPP Policy Board accorded its approval to the minutes of the 21st PPP Policy Board meeting and confirmed the decisions made in the 21st meeting of the PPP Policy Board.*

AGENDA NO.2– ENHANCING PUBLIC PRIVATE PARTNERSHIP IN PAKISTAN (PROVINCIAL SUPPORT) PROJECT FOR SINDH

4. The DG PPP unit informed the participants that to address the significant infrastructure requirements in an efficient, cost-effective manner, and to enable further private participation in delivering infrastructure services, the Government of Sindh (GoS), through the Government of Pakistan (GoP), has requested the assistance of Asian Development Bank (ADB) to expand and improve Public Private Partnership (PPPs) in Sindh. Under the Project, ADB will support the GoS to develop a more financially sustainable and fiscally responsible PPP project portfolio. The EPPP Project is estimated at USD 184.13 million wherein ADB shall contribute US$ 100 Million as loan, DFID (U.K) shall provide US$19.23 Million as Grant and GoS shall share the cost at US$ 64.90 Million.

5. The DG PPP Unit updated the board that the Project has been approved by Executive Committee of the National Economic Council (ECNEC) on July 10, 2017. Authorization of the project has been issued by the Planning Commission on August 2, 2017. The Loan & Project Agreements have been signed on September 12, 2017. Moreover, DG PPP Unit gave a brief overview about the agenda items pertaining to EPPP Project as there are certain conditions to the effectiveness of the loan as per ADB requirements which require approval from the board members.

297

NO: FD/PPP UNIT/PB22/2017
GOVERNMENT OF SINDH
FINANCE DEPARTMENT
dated : November 17, 2017

7th Floor, Building No. 6, Sindh Secretariat, Kamal Attaturk Road,
Karachi. Phone: (021) 99222192

To,

The Principal Secretary to Chief Minister, Sindh
Chief Minister's Secretariat, Sindh
Karachi

P.S / Secy. to CM
Diary No. 1733
Date 20/11/2017

SUBJECT: MINUTES OF 22ND MEETING OF PUBLIC PRIVATE PARTNERSHIP (PPP) POLICY BOARD

The 22nd meeting of Public Private Partnership (PPP) Policy Board was held under the chairmanship of Honorable Chief Minister Sindh, being the Chairman of the PPP Policy Board, on 7th November, 2017 at Chief Minister's Secretariat, Karachi to review and approve the PPP projects.

2. The minutes of the 22nd Public Private Partnership (PPP) Policy Board meeting are enclosed for your kind perusal and approval of Honorable Chief Minister, Sindh. Furthermore, initials of Honorable Chief Minster are requested per page on minutes as indicated.

PS TO AS(COORD)CMS
Dairy No. 14283
Dated 21-11-2017

DIRECTOR GENERAL
PUBLIC PRIVATE PARTNERSHIP UNIT

Copy for information to

1. P.S. to Chief Secretary, Government of Sindh
2. R.O. to Secretary Finance, Finance Department, Government of Sindh
3. Master File.

The PPP Policy Board approved the aforementioned compensation with respect to Concessionaire Event of Default due to non-compliance of Concessionaire CP (Authority Non-dependent).

Concessionaire CP (Authority Non-dependent) (Part II)

20. Part II of the proposal states:

Sec 3 Concessionaire CP (Authority Non-dependent)	Effects
If Authority CP and the Concessionaire CP (Authority Dependent) have been satisfied and Concessionaire CP (Authority Non- dependent) have not met due to non-approval of the Detailed Design by the Independent Engineer / Authority	(a) return the Bid Security/Construction Performance Security to Concessionaire without any encashment (b) not make payment to the Concessionaire in respect of the cost (as set out in the Concession Financial Model) of the Detailed Design (c) make payment to the Concessionaire for the cost of environmental impact assessment duly approved by SEPA.

21. The Director General, PPP Unit pointed that the GOS is returning the bid bond payments with respect to the environmental impact assessment (EIA) whereas the detailed design has not been approved by the IE. The Secretary, Finance Department, GOS reinforced this point and raised the concern that the same may be a violation of the Sindh Public Procurement Rules, 2010. The Senior Minister, Finance also agreed with the concern of the Secretary, Finance Department, GOS.

Decision:

The PPP Policy Board instructed the Transport Department to seek a legal opinion from the Advisory Consortium whether or not the return of the bid bond and the EIA costs is a violation of the SPPRA rules when the work carried out by the bidder was non-satisfactory in the opinion of the Independent Engineer prior to including the same into the Concession Agreement.

Mechanism for appointment of IE and IA

22. The Partner, KPMG then presented the next change proposed by the CUEC:

Mechanism for appointment of IE and IA			
Provision / Substance in RFP Draft	Provision / Substance in Negotiated Draft		Conclusion

Effects if Concession Agreement is terminated as a result Authority fails to meet the Authori ons Precedent The Authority shall: (a) return the Bid Security/Construction Performance Security to Concessionaire w any encashment; (b) make payment to the Concessionaire in respect of the cost of the Detailed Design in ance with the quantifiable design work as deemed by the Independent Engineer/Indepen itor up to a maximum cost of the detailed design cost as laid out in the Concessionair ncial Model; (c) make payment to the Concessionaire in respect of the cost of environmental impact nent, duly approved by SEPA.

17. The Special Assistant to CM, Sindh further mentioned that the payout is similar to the the event of a Concessionaire Conditions Precedents (Authority Dependent) Event of Default.

Decision:

The PPP Policy Board approved the aforementioned compensation with respect to an Event of Default due to non-compliance of Authority CP.

Concessionaire CP (Authority Non-dependent) (Part I)

18. The Partner, KPMG then presented the third proposed change of the CUEC, which i follows:

Concessionaire CP (Authority Non-dependent)	Effects
If Authority CP and the Concessionaire CP (Authority Dependent) have been satisfied but Concessionaire CP (Authority Non- dependent) have not met due to reasons solely attributable to the Concessionaire	The Authority shall: (a) encash the Bid Security/Construction Performance S ty to Concessionaire; (b) make payment to the Concessionaire in respect of th st of the Detailed D ign in accordance with the quantifiab ign work as deemed by the Independent Engineer/In dent Auditor up to a maximum cost of the detailed de st as laid out in the Concessionaire's Financial Model; (c) make payment to the Concessionaire in respect of th st of environmental impact assessment, duly approve by S

19. The Partner, KPMG elaborated that the only difference in this scenario with respect to compensation is that the Bid Bond of the Concessionaire would be encashed.

Decision:

possible for the GOS, resulting in further delays to the Project. The Secretary, Finance Depart also concurred with the Senior Minister.

13. The Partner, Haidermota BNR i.e. Legal Counsel of the CUEC concurred with the S Minister that the requirements would be clear once the GOS and the CUEC commence negoti with the Secured Lenders in China and if the Secured Lenders seek the sovereign guarantee th parties may have to walk away from the transaction. Moreover, he added that the bid bond respect to the Yellow Line Project and the bond shall remain valid throughout, and the bond w only be returned in case there is no dispute.

14. The Special Assistant to CM, Sindh further iterated that the CUEC is aware that the G not in a position to provide the Sovereign Guarantee and has never asked for one. Moreover, interest rates have fallen in the local market, the GOS would also work towards raising fina locally and would opt for the cheaper and quicker option.

15. The Partner, KPMG proposed a solution to alleviate the concerns of the Senior Minist proposing milestones prior to Financial Close whereby within one month what role is requi the GOS with respect to the financial close, what documents would be required from the GOS, relevant agreements are GOS dependent and how.

Decision:

The Concession Agreement would mention that within one month of signing of the Conce Agreement, the CUEC will provide the GOS with details as to what constitutes 'Aut Dependence' with respect to the three aforementioned CPs (i.e. Appointment of IA/IE; Exec of Relevant Agreement and Evidence of Financial Close). In order to ensure the aforementi the CUEC would also hold meeting with the Secured Lenders simultaneously with the signi the Concession Agreement. Moreover, it should provide the list of documents that the G required to provide and the list of Relevant Agreements / documents that it is expected to

***Clarification:** If the requirement of any document or any dependence is not exp mentioned by the CUEC and due to which a relevant agreement cannot be executed or fina close cannot be achieved, the same cannot be construed as non-fulfillment of Autho commitments for a Concessionaire Conditions Precedent (Authority Dependent), and sha construed as an Event of Default due non-compliance of Concessionaire CP (Authority dependent).*

Authority Conditions Precedents

16. The Special Assistant to the CM, Sindh then stated that with regards to the Aut Conditions Precedents the CUEC made the following proposal:

Authority Conditions Precedents

	BRTS YELLOW LINE (EPC)	BRTS YELLOW LINE (TOTAL PROJECT COST)	LAHORE METRO BUS (OFFICIAL)	ISL-RWP METRO BUS (OFFICIAL)
LENGTH	26	26	27	23
TOTAL COST - INFRA (PKR BN)	11.4	17	30	44.84
COST PER KM (PRK MN)	438	653	1111	1950

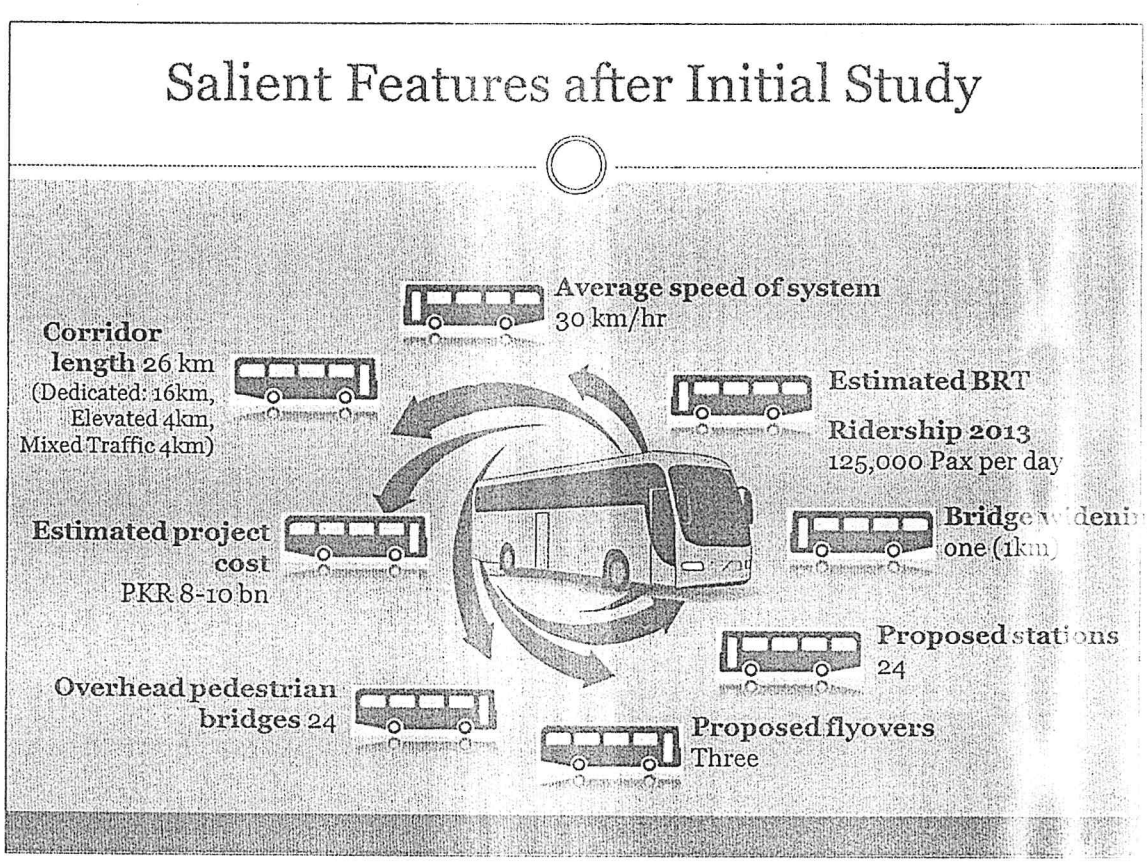
Concessionaire Conditions Precedents (Authority Dependent)

10. He then stated that the CUEC has proposed the following:

Concessionaire Conditions Precedents (Authority Dependent)	Effects if Concession Agreement is terminated as a result of non-satisfaction of Concessionaire Conditions Precedents (Authority Dependent)
The following are certain Concessionaire Conditions Precedents that are dependent on various acts and supports of the Authority, as per agreed parameters: (i) Appointment of the IE and IA; (ii) Execution of the Relevant Agreements; and (iii) Evidence of Financial Close	The Authority shall: (a) return the Bid Security/Construction Performance Security to Concessionaire without any encashment; (b) make payment to the Concessionaire in respect of the cost of the Detailed Design in accordance with the quantifiable design work as deemed by the Independent Engineer/Independent Auditor up to a maximum cost of the detailed design cost as laid out in the Concessionaire's Financial Model; (c) make payment to the Concessionaire in respect of the cost of environmental impact assessment, duly approved by [illegible]

11. The Special Assistant to CM, Sindh further elaborated that these CPs were the responsibility of the CUEC as per the original Draft Concession Agreement. However, their management was unwilling to forfeit the bid bond if these CPs are not met because of the non-fulfillment of GoS commitments. Therefore, on the recommendations of Advisory Consortium, the Transport Department has now agreed to place the matter before the PPP Policy Board for decision. The Senior Minister also concurred with the position taken by Transport Department.

12. The Senior Minister, Finance Department, GOS commented that with regards to the appointment of the IA/IE, as with the prior transactions, the final decision lies with the GOS and as such should not be a problem. However, he mentioned that the clause with respect to [illegible] agreements is extremely vague and open-ended. Moreover, it is anticipated that the financial [illegible] would be a long drawn process as the project has being structured to achieve Financial Close in China. Another risk highlighted by the Senior Minister, Finance Department was that the Senior Lenders may seek the Sovereign Guarantee or a Provincial Guarantee from the GOS, which is not

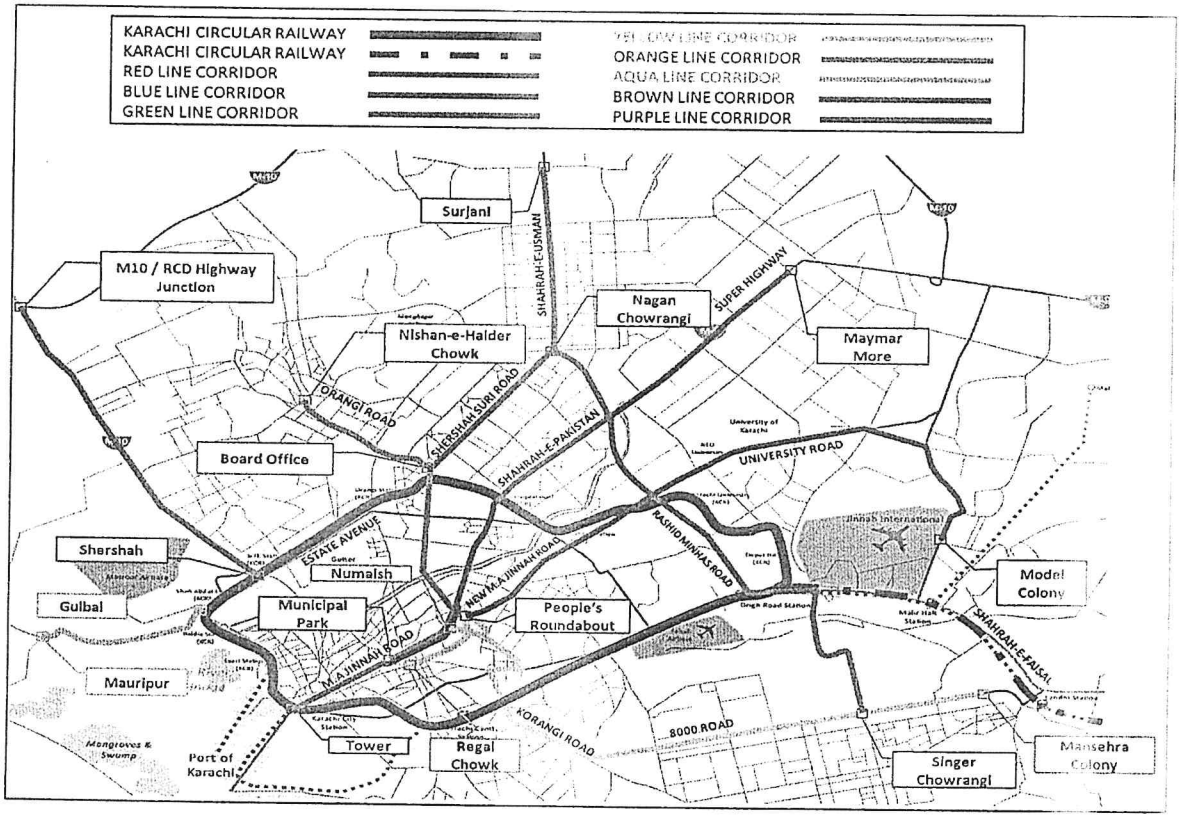


6. The Secretary, Transport Department stated that as a result of competitive bidding process, only one bid was received from the China National Electric Import and Export Corporation (the **CUEC**) and was declared the preferred bidder in accordance with the Sindh Public Procurement Rules, 2010.

7. He further mentioned that the Concession Agreement has reached this stage after numerous rounds of negotiations over the past one year between the CUEC and the Transport Department with the assistance of the PPP Unit and the Advisory Consortium. However, there are certain points arising out of negotiations for which approval may be sought from the PPP Policy Board. He further informed that the same are being presented today, so that the decisions on the same can be sought from the Policy Board and may then be incorporated into the draft Concession Agreement. He then invited the Special Assistant to CM, Sindh say a few words about the Project and assist the Lead Member of the Advisory Consortium i.e. KPMG in presenting the Project.

8. The Special Assistant to the CM, Sindh informed the forum that extensive negotiations took place between the CUEC and the GOS whereby various points were thrashed out and now there were certain points on which the CUEC were adamant and hence the same were brought to the PPP Policy Board forum so that decisions on the same can be sought.

9. The lead member of the Advisory Consortium i.e. KPMG started the presentation with a cost comparison of BRT lines, mentioning that the bid for the Yellow Line is one of the cheapest BRT in the country.



5. The Secretary, Transport Department informed the forum that according to the JICA Master Plan there are six BRT Corridors, 2 MRT Corridors and the Karachi Circular Railway. The Transport Department with the assistance of the Public Private Partnership (PPP) Unit, Finance Department GoS launched the Yellow Line Project through International Competitive Bidding (ICB) process under PPP mode. The BRTS Project is being procured as three separate components namely:

- Infrastructure Development
- Bus Operations
- Revenue Collection & Intelligent Ticketing System (ITS)

Partnership for Development

No:FD/PPPUNIT/PB-MINUTES/2016/18
FINANCE DEPARTMENT
Government of Sindh
Dated: May 3rd, 2016

7th Floor, Sindh Secretariat No. 6, A.K Lodhi Complex, Kamal Ata Turk Road, Karachi, Ph: (021) 99222194

Minutes of the 18th Public Private Partnership (PPP) Policy Board Meeting

The 18th meeting of the Public Private Partnership (**PPP**) Policy Board (the **PPP Policy Board**) was held on MONDAY, MAY 02, 2016 at the Chief Minister House under the chairmanship of the HONORABLE CHIEF MINISTER, SINDH (the **Chairman**). The list of participants is attached as **[ANNEXURE A]** and the working paper is attached as **[ANNEXURE B]**.

2. The Chairman welcomed the members and participants of the PPP Policy Board and requested Minister Local Government to recite a few verses of the Holy Quran. The Chairman thereafter requested the Minister Finance, Energy and Planning & Development (the **Minister Finance**) to present the agenda before the honorable members. The Minister Finance commended the various PPP initiatives undertaken by the Government of Sindh (the **GoS**) and further welcomed all the members present. The Minister Finance then requested Secretary Finance, GoS to put forward the agenda before the PPP Policy Board and update the forum on various projects undertaken so far.

AGENDA NO. 1 – CONFIRMATION OF 17TH PPP POLICY BOARD MINUTES

3. The Secretary Finance, GoS presented the minutes of the 17th PPP Policy Board Meeting [attached as **ANNEXURE C]** for ratification and approval by the members. The Chairman invited all members for any comments or suggestions. None of the members of the PPP Policy Board raised any reservations or objections on the minutes of the 17th PPP Policy Board meeting.

Decision: The PPP Policy Board accorded its approval and confirmed the minutes of the 17th meeting of the PPP Policy Board.

AGENDA NO. 2 – BUS RAPID TRANSIT SYSTEM (BRTS) YELLOW LINE

4. The Secretary, Finance Department, Government of Sindh then requested the Secretary, Transport & Mass Transit Department (the **Transport Department**), Government of Sindh to present the agenda of the Transport Department for the Yellow Line Project.

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GOVERNMENT OF SINDH
TRANSPORT & MASS TRANSIT
DEPARTMENT

PS / Secy. to CM
Diary No. 411
Date 18/05/2016
23/05/2016

RECEIVED IN C.S OFFICE
DATED 24/5/2016

NOTE FOR PRINCIPAL SECRETARY TO CHIEF MINISTER, SINDH

SUBJECT: **MINUTES OF THE 18TH PUBLIC PRIVATE PARTNERSHIP (PPP) POLICY BOARD MEETING.**

Please find enclose herewith minutes of the 18th Public Private Partnership (PPP) Policy Board Meeting duly signed by the all members who attended subject meeting on 2nd May, 2016, chaired by the Honorable Chief Minister, Sindh.

PS TO CS D/NO 3007
16
DATED 24/5/2016

2. It is, requested that the approval of subject minutes of the meeting may kindly be obtained from Honorable Chief Minister, Sindh.

3. Submitted.

No. PS/ 93
Dated 18-5-2016
TRANSPORT DEPTT.

(TUAHA AHMED FARUQUI)
SECRETARY TO GOVT. OF SINDH

SUMMARY SECTION
CALM/OUTWARD No. 1343
DATE 23.05.2016

4. PRINCIPAL SECRETARY TO CM SINDH

P.A to D.3 (Staff) to C.M.S.
Diary No. 282 Dated 19/5/16

Submitted for Pursuant and Order.

19/5/16.

Hon. Chief Minister

24/5/16

C/S

25/5/2016

Sec transport - 24/5 24/5

Additional Chief Secretary
(Dev)
P & D Department, GoS

't was envisaged that the ITS component shall be integrated for the BRTS Lines and a consultancy was also launched in this regard. During the consultancy phase of the Integrated ITS component, the BLIC (consultants of the GOS on the Integrated ITS) and the ADB proposed to have standardized specifications in order to ensure compatibility and integration among the various corridors. The specification and the standards proposed for the Yellow Line are different from the one that are being proposed by the ADB and the BLIC, as such going forward with this procurement may result in future integration issues. Furthermore, as per rule 38 the Sindh Public Procurement Rules, 2010 (the **SPPRA**), the bid validity period for the Yellow Line ITS bid has also expired.

5. With regards to the Bus Operations component of the Yellow Line, the technical and financial proposals were received from the Daewoo Pakistan and Rehman Coach Services. However, as per rule 38 the SPPRA the bid validity period for the two aforementioned bids has expired. Moreover, subsequent to the launch of the BRTS Orange, Green and Red Lines, it was decided that same specifications should be used for all lines in order to ensure operability across corridors. It is further highlighted, that subsequent the launch of the various BRT Line projects, the market for Bus Operation Service providers has significantly enhanced and as such it is anticipated that revised bidding process would have more prospective bidders resulting in a more competitive bidding process.

6. **Decision: In this regard, the TFEC may kindly allow the Transport & Mass Transit Department to cancel the bidding process for the Bus Operations Services and the ITS Component of the Yellow Line and return the bid security to the respective bidders.**

7. Para 6/n may be approved if deemed appropriate.

Nominee of Law Department (not below BPS-18)	Director General, KMTC	Director General, PPP Unit Finance Department, GoS
Administrator, KMC	Secretary Transport & Mass Transit Department, GoS	Secretary Finance Department, GoS

NO:
TRANSPORT & MASS TRANSIT
DEPARTMENT
GOVERNMENT OF SINDH
DATED: 12-08-2016

TFEC APPROVAL BY CIRCULATION

Meeting Minutes of 18th Technical and Financial Evaluation Committee (TFEC) Meeting for Bus Rapid Transit System (BRTS) – Yellow Line Project

Subject: **YELLOW LINE BID SECURITY WITHDRAWAL REQUEST**

PUC is the letter received from Daewoo Pakistan Express Bus Services Limited regarding the withdrawal of bid security for the Bus Rapid Transit System (BRTS) Yellow - Line Project.

2. The Mass Transit Cell, Transport and Mass Transit Department, Government of Sindh ("Authority"), in association with the Public Private Partnership Unit ("PPP Unit") Finance Department, GoS, invited tenders for the finance, design, build, maintain and transfer of an approximately 26 km Infrastructure for Bus Rapid Transit System ("BRTS") – Yellow Line ("Yellow Line Project") from Dawood Chowrangi to Numaish Chowrangi & Regal Chowk via 8000 Road, Korangi Road and FTC under Public Private Partnership ("PPP") mode (the "Project").The Yellow Line Project is being procured as three separate components namely:

- Infrastructure Development
- Bus Operations
- Revenue Collection & Intelligent Ticketing System (ITS)

3. For the Infrastructure Development component only one bid was received from the China National Electric Import & Export Corp. (the **'CUEC'**). Subsequently, the GoS along with the Advisory Consortium has finalized the Concession Agreement with the CUEC and the same is expected to be signed by end of August 2016.

Revenue Collection & Intelligent Ticketing System (ITS)

4. For the ITS component, the GOS launched the second stage bidding documents and received a single bid from the CUEC. However, after the launch of the BRTS Orange, Green and Red Lines

From pre- page.

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Date: 18th December 2018

Subject: BUS RAPID TRANSIT SYSTEM (BRT) YELLOW LINE (INFRASTRUCTURE DEVELOPMENT) PROJECT – TERMINATION NOTICE

15. Please refer to the letter no. S.LEGIS:9(37)/2016/195 dated 12th December 2018 on the captioned subject wherein the Termination Notice has been vetted of the said project with the minor modifications ascertained by Law Department.

16. In this regard, the Draft Termination Notice with the suggested amendments is attached as **Annexure X**.

19/12

Assistant Director Finance
PPP Node

17. Managing Director, SMTA

19/12

18. Secretary, TMTD

007

"The PPP Policy Board accorded its approval for termination of Concession Agreement for BRTS Yellow Line Project in accordance with the relevant sections of the same and undertaking the project through traditional mode of procurement."

6. In this connection, the termination notice of Concession Agreement of BRTS Yellow Line Project to Chinese Consortium is attached as **Annexure X** for your perusal and signature please.

26/11

Assistant Director Finance
PPP Node

7. **Managing Director, SMTA**

For kind perusal and Signature pl.

26/11/2018

8. **Secretary, TMTD**

Pl. get it vetted by Lamo Deptt. Make Speaking draft for Lamo Secretary indicating therein all facts & enclose all copies. Urgently by 3-12-18.

30/11/18

9. MD/SMTA

3/11

10. Asstt. Dir (PPP Node)

PTO

RECEIVED AT
Sr. Deptt
Dated: 1870
3-12-18

1) Preliminary Examination as per Clause 3.2 of RFP

Check List for documents submitted			
S.NO.	NAME OF BIDDER	Have audited balance sheets of last three years been provided?	In case of Joint Venture / Consortium / Association, has the agreement been provided and duly signed?
1	Daewoo Pakistan Express Bus Services Ltd.	PROVIDED	N/A
2	M/s Rehman Coach Services IN Association with M/s ACS Ltd & M/s Tracking World (Pvt.) Ltd	PROVIDED FOR TWO YEARS	SUBMITTED

ATTENDANCE SHEET

ETING ON TECHNICAL AND FINANCIAL EVALUATION COMMITTEE (TFEC) ON BUS RAPID TRANSIT SYSTEM (BRTS) YELLOW LINE PROJECT

ommittee Room of P&D Department, 2nd Floor, Tughlaq House, Sindh Secretariat, Court Road Karachi.

March 09, 2014 (Thursday) at 2:30PM

S. NO.	NAME	DESIGNATION	DEPARTMENT	CONTACT NO.	SIGNATURE
12.	ZAID IZHAR	CFO	REHMANS COACHS SERVICE	03042002606	[signature]
13.	SAQIB AQEEL	Tm. Lai	DAEWOO Bus Service	0331-4999156	[signature]
14.	Mujeeb-ur-Rahman	Planning Analyst	Daewoo Bus Service	0331.4777291	[signature]
15.	QASSIM DADA	A.D	PPP. UNIT	99222194	[signature]
16.	SABOOR KARAMAT	Director	"	99222192	[signature]
17.	ALI SIBTAIN.	D.G.	"	99222193	[signature]
18.	Mahtabul-Haque	Sr Chief (Tec)	P&D Dept	99211919	[signature]
19.					
20.					
21.					
22.					

ATTENDANCE SHEET

MEETING ON TECHNICAL AND FINANCIAL EVALUATION COMMITTEE (TFEC) ON BUS RAPID TRANSIT SYSTEM (BRTS) YELLOW LINE PROJECT

Committee Room of P&D Department, 2nd Floor, Tughlaq House,
Sindh Secretariat, Court Road Karachi.

~~March~~ April 09, 2015 (Thursday) at 2:30PM

S. NO.	NAME	DESIGNATION	DEPARTMENT	CONTACT NO.	SIGNATURE
1.	Abdul-ur-Rehman Baghio	D.S.(L)	LAW	99212005	
2.	REHAN ZAMIN	PE	NESPAK	0333 7024477	
				0345-2113830	
3.	SHAHRYAR RAHMAN	MANAGER	KPMG	35688347	
4.	SYED TAHIR UDDIN FARABI	Chief Engineer	NESPAK	0344-2596973	
5.	F-K Khatri	Director	KMTC, TMTD GOS	0333-3098097	
6.	Muhammad Athar	Sr Director Ted for Admin KMC	KMC	0300-2419216	
7.	Tuaha Ahmed Siddiqui	Secretary	Transport & Port Department		
8.	MUHAMMAD NASEEM	ACS	P&D		
9.	Sohail Rajput	Secretary	Finance		
10.	MAJOR REHMAN	DIRECTOR	REHMANS COACH SERVICE	03452352827	
11.	FAHAD REHMAN	CEO	REHMANS COACH SERVICE	03332301660	

TFEC FINANCIAL SUB-COMMITTEE

1.	Director General, PPP Unit	Chairman
2.	Senior Chief T&C, P&D Department, GoS	Member
3.	Director, KMTC	Member
4.	Director, PPP Unit, Finance Department, GoS	Member
5.	Consultant of GoS on the BRTS – Yellow Line Project	Member
6.	KPMG as Lead Representative of Advisory Consortium (KPMG, NESPAK and MTC) on the BRTS – Yellow Line Project	Member

Decision: ***The TFEC directed the Financial Sub-Committee to evaluate the financial proposals and revert to the TFEC with their findings. Moreover, the TFEC empowered the Financial Sub-Committee to seek clarifications from the bidder with respect to the financial proposal if required.***

10. The Meeting ended with a vote of thanks.

Nominee of Law Department (not below BPS-18)

Director General, KMTC, GoS

Director General, PPP Unit Finance Department, GoS

Administrator, KMC

Secretary, Transport & Mass Transit Department, GoS

Secretary, Finance Department, GoS

Additional Chief Secretary, P&D Department, GoS

(seventy percent) marks overall. Subsequently, the Advisory Consortium presented their evaluation based on the evaluation criteria as set out in the RFP (Evaluation Summary is attached as **Annexure B**).

5. The Advisory Consortium further informed the forum that the Technical Proposals was initially checked for completeness and subsequently evaluated. The Additional Chief Secretary (Dev), P&D Department, GoS further enquired from Advisory Consortium about scoring of bidder. The Advisory Consortium responded that based on their evaluation, the bidder has provided all the prerequisite documents and also successfully obtained at least 60% (sixty percent) makes in each category and 75% (seventy percent) marks overall. The Score summary for the two bidders is as follows:

S.No:	Bidder:	Total Marks	Marks Obtained
1.	**Daewoo Pakistan Express Bus Services Ltd.**	100	90
2.	**M/s Rehman Coach Services Consortium**	100	82

6. Consequently, the Sub-Committee has recommended that the Daewoo Bus Service and Rehman Coach Service Consortium may be deemed technically qualified.

7. The Additional Chief Secretary (Dev), P&D Department, GoS then asked if any of the TFEC members has any query or reservation regarding the findings and recommendations of the Sub-Committee.

Decision: ***The TFEC unanimously approved the technical evaluation report and recommendations of the Sub-Committee and declared*** "Daewoo Bus Service and Rehman Coach Service Consortium" ***as technically qualified bidders.***

Agenda # 2: Opening of Financial Bids

8. After the bidder was deemed technically qualified, the Additional Chief Secretary (Dev), P&D Department, GoS requested the Director, KMTC to invite the technically qualified bidder to attend the bid opening process as per rule 41(4) of the SPPRA. The Director, KMTC then requested both technically qualified bidders to join the TFEC proceedings. Subsequently, the Director, KMTC with the permission of the Chair, opened the sealed financial proposal. The Director, KMTC showed the forum that the bid security was enclosed with the financial proposal in accordance with rule 37(1) of the SPPRA. Moreover, the bid quote of both the bidders was announced in front of the forum. The bid quote of the two bidders are attached as **Annexure C**.

The members of the TFEC then signed the first page of the financial proposal.

Agenda # 3: Constitution of Financial Sub-Committee

9. The Additional Chief Secretary (Dev), P&D Department, GoS requested the Financial Sub-Committee to evaluate the financial proposals and revert to the TFEC with their findings. The composition of the Financial Sub-Committee is as follows:

NO: FD: PPPU/BRTS (2014)/TFEC /19
GOVERNMENT OF SINDH
Karachi, Dated the 15th April, 2015

Meeting Minutes of 19th Technical and Financial Evaluation Committee (TFEC) Meeting on Bus Rapid Transit System (BRTS) – Yellow Line Project

A meeting of Technical & Financial Evaluation Committee (the **TFEC**) for the Bus Operations Services component of the Bus Rapid Transit System (BRTS) – Yellow Line Project (the **Project**) was held under the chairmanship of the Additional Chief Secretary (Dev), P&D Department, Government of Sindh at 2 30 p.m. on Thursday, 9th April, 2015 at the Committee Room of Planning & Development (P&D) Department, Government of Sindh. Attendance Sheet is attached as **Annexure – A**.

2. The Additional Chief Secretary (Dev), P&D Department, GoS welcomed the participants and requested Director, Karachi Mass Transit Cell (KMTC) to present the agenda of the meeting. The Director, KMTC, GoS inform the forum that the Transport & Mass Transit Department, GoS in collaboration with the Public Private Partnership (PPP) Unit, Finance Department, GoS has launched the Project through International Competitive Bidding (ICB) process under PPP mode. The BRTS Project is being procured as three separate components namely:

- Infrastructure Development
- Bus Operations
- Revenue Collection & Intelligent Ticketing System (ITS)

3. The TFEC was informed that the Project was launched under a two stage bidding process in accordance with the Sindh Public Procurement Rules, 2010 (the **SPPRA**) for which the second stage technical and the financial proposals were received on 10th February,? 2015 from the following bidders:

1. Daewoo Bus Services, and
2. Rehman Coach Services Consortium.

Subsequently, the TFEC opened the technical proposal and requested the Sub-Committee to evaluate the technical proposal and revert to the TFEC with its findings.

Agenda 1: Approval of Technical Evaluation for the Stage Two Technical Proposal of the Bus Rapid Transit System (BRTS) Yellow Line Project (Bus Operation Services)

4. The Director, KMTC informed the forum that on the direction of the TFEC, the Sub-Committee for the BRTS – Yellow Line Project along with Advisory Consortium for the BRTS – Yellow Line Project i.e. KPMG as Lead and Financial Advisor, NESPAK as Technical Advisory & MTC as Legal Advisors, has completed the evaluation of the technical proposal received from the aforementioned bidder. The Director, KMTC then requested the Advisory Consortium to present its findings to the TFEC. The Advisory Consortium informed the TFEC that in order to be determined as a technically qualified bidder, a firm must obtain at least 60% (sixty percent) marks in each category and 75%

IMAN'S COACH SERVICE

To,
Transport and Mass Transit Authority,
Government of Sindh.

Subject: Final Bid Amount for BRTS Yellow Line (Bus Operations)

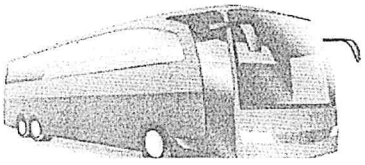
Dear Sir,

The final bid price for the BRTS Yellow Line Bus Operations is PKR 315.00 per kilometer.

Thanking you

Regards,

Ata ur Rehman
Director
Rehmans Coach Service



Head Office: Plot No. 44 14th Street Off Khy-e-Mujahid Phase V, DHA Karachi.
Phone: 35847797-35347197
Branch Office: D-31 Pakistan Post Office Society, Block 13 A, Scheme No.33 Gulzar-e-Hijri, Gulshan-e-Iqbal, Karachi.
Phone: 34650735 Fax: 34650734

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DAEWOO
DAEWOO PAKISTAN
EXPRESS BUS SERVICE LTD

231-Ferozepur Road, Near Kalma Chowk Lahore-Pakistan
Tel : 92-42-35882918 UAN : 92-42-111-007-006 Fax : 92-42-35884[illegible]

Financial Proposal for BRTS – Yellow Line, Karachi

1. The Applicable Kilometer Charge (AKC), which is Revenue Per Kilometer (PkR) in the financial proposal, as of the bid submission date i-e February 10th, 2014 is **PkR252/Kilometer.**

2. Going forward, the Applicable Kilometer Charge will be changed on a yearly basis through the following formula:

$$"AKC_t = AKC_{t-1} \cdot [1 + (0.5 \cdot \%\ change\ in\ price\ of\ HSD) - (0.5 \cdot \%\ change\ in\ CPI)"$$

AKC = Applicable Kilometer Charge
t = Current Year
t – 1 = Previous Year
HSD = High Speed Diesel as per Oil & Gas Regulatory Authority
CPI = Consumer Price Index as per Pakistan Bureau of Statistics

3. As per the underlying assumptions in the financial proposal, the Applicable Kilometer Charge in July 2017 is **PkR322/Kilometer.**

4. The total cost of the Bus Rapid Transit System – Yellow Line Project having 85 new SW86127 Buses as of the bid submission date i-e February 10th, 2014 is **One Billion Nine Hundred and Twenty Four Million Pakistani Rupees (PkR1.924bn).**

   Note: All the pricing in the financial proposal has been carried out keeping view of the most recent economic environment. As procurement of the project is expected to commence from July 2016, the actual project cost may vary depending on the inflation rate, interest rate and exchange rate at that time.

5. The capital structure as required is set at 50% Equity and 50% Debt. We have an arrangement of **United States Dollar Ten Million (US$10mn)** as long term debt from the International Finance Corporation which can be utilized in this project.

Faisal Siddiqui

Faisal Siddiqui
Vice President

Detailed Evaluation Criteria

Category	Points	
	Maximum	Minimum Acceptable
1) Financial	30	18
2) Experience	30	18
3) Personnel	20	12
4) Methodology	20	12

To qualify, Bidders must receive not less than the specified minimum acceptable points for each category and an aggregate 75% points of maximum **100 points**.

3) Financial Capability as per Criteria given in Clause 3.4.2 of RFP

S. No.	NAME OF BIDDER	Available Bank Credit Limit		Average Net Worth in last 3 years		Average Annual Turnover in last 3 years	
		Equal to Rs. 10 million	2 points	Equal to Rs. 40 million	3 points	Equal to Rs. 25 million	4 points
		For every Rs. 2 million increase	1 point	For every Rs.15 million increase	1 point	For every Rs. 14 million increase	2 points
		For Rs. 15 million or above	5 points	For Rs. 150 million or above	10 points	For Rs. 100 million or above	15 points
		(Rs. Million)	Points Obtained	(Rs. Million)	Points Obtained	(Rs. Million)	Points Obtained
1	Daewoo Pakistan Express Bus Services Ltd.	1,019,300,000	5	2,545,108,313	10	5,324,650,534	15
2	M/s Rehman Coach Services IN Association with M/s ACS Ltd & M/s Tracking World (Pvt.) Ltd	NOT PROVIDED	0	402,754,744	10	878,492,694	15

3) Financial Capability as per Criteria given in Clause 3.4.2 of RFP (contd.)

S. No.	NAME OF BIDDER	Minimum Required Points	Maximum Points	Total Points Obtained (1)+(2)+(3)	Result
1	Daewoo Pakistan Express Bus Services Ltd.	15	30	30	QUALIFIED
2	Consortium of M/s Rehman Coach Services, M/s ACS Ltd & M/s Tracking World (Pvt.) Ltd			25	QUALIFIED

4) Experience for Bus operation and Operating Maintenance facility as per Criteria given in Clause 3.4.2 of RFP

S. No.	NAME OF BIDDER	Experience of operating 20 or more standard buses through a contract/concession/license during the last 7 years by firm(s)/consortia. 5 points ,for operating 20 buses during last 7 years. 1 point for every 5 buses increase 15 points,for operating 70 or more buses.		
		Contract Detail	Max. Point	Points Obtained
1	Daewoo Pakistan Bus Services Ltd.	Operations, Management & Maintenance of 67 Air-conditions Buses at different route within Lahore.	15	14
2	M/s Rehman Coach Services IN Association with M/s ACS Ltd & M/s Tracking World (Pvt.) Ltd	Operations, Management & Maintenance of 25 CNG Bus Route 3 at different route within Karachi. Starline coach services consist of 100 air-conditioned coaches from Metroville III to Naval colony, within Karachi.	15	15

The project is [illegible] Design, Build, [illegible] Maintain and Transfer ("DB[illegible] [illegible]e Concession [illegible] is envisag[illegible] [illegible] including 1 year of construction. T[illegible] [illegible]ct shall be base[illegible] user charge [illegible].

The Trans[illegible] Advisors [illegible] completed technical, financ[illegible] [illegible]al feasibility [illegible] project. [illegible] also been finalized by [illegible] advisors for rev[illegible] and approv[illegible] [illegible] Board.

Decision:

The PPP [illegible]cy Board [illegible] to accord approval to [illegible] procurem[illegible] [illegible]ess for [illegible] under PPP mode.

13) SUP[illegible] T TO [illegible] [illegible]BA, LEASING AND [illegible] [illegible] [illegible]NCE CO[illegible] [illegible]HED BY THE GOV[illegible] [illegible]T [illegible]

The [illegible] of [illegible] [illegible]aba, Leasing and Gen[illegible] [illegible] Comp[illegible] with a cumulati[illegible] [illegible]0 million, distributed as fo[illegible]

- [illegible] the Modarab[illegible] [illegible] Rs 500 million,
- [illegible] the Leasing [illegible] Rs 1,000 million,
- [illegible] the Gener[illegible] [illegible] Rs 500 million
- [illegible] capital injec[illegible] [illegible] 2,000 million

The [illegible] injection for [illegible] done through the Viabil[illegible] [illegible] (V[illegible] [illegible]se is envi[illegible] [illegible] stage, private capital would [illegible] to partic[illegible] into these co[illegible] [illegible]ortify their balance sheet [illegible] [illegible]ct standi[illegible] amount of [illegible] also approved for expenditure [illegible] [illegible]e prelim[illegible] expenses / [illegible] which was to be drawn f[illegible] [illegible]k accou[illegible] [illegible] however, the actual expe[illegible] [illegible]s respec[illegible] at PKR 3[illegible] [illegible]ount of expenses pertaini[illegible] [illegible]f the [illegible] Modaraba Co[illegible] [illegible] Karachi Stock Exchang[illegible] [illegible]s sub[illegible] for the P[illegible] [illegible] PKR 11 million shall be [illegible] [illegible]r unpai[illegible] [illegible]nses pertain[illegible] [illegible]aba / listing on the KSE.

Dec[illegible]

The [illegible] Policy Bo[illegible] [illegible]ve such expen[illegible] [illegible] [illegible]jec[illegible] [illegible]

The PPP Po[illegible] board is request[illegible] accord approval for PDF Funding [illegible] M9-M5 Lin[illegible] Project.

11) APPRO[illegible] FOR PRIV[illegible] SOLICITATION OF [illegible] KANDH[illegible] BRIDGE P[illegible]

The Works [illegible] vices Depart[illegible] Transaction Advisors consortium [illegible] Consult[illegible] HaidermotaBNR & Co. [illegible] feasibility [illegible] transaction advi[illegible] for Ghotki Kandhkot Bridge Proj[illegible] Consultancy [illegible] tract was signed [illegible] ust 2015 between Works [illegible] Department [illegible] Advisor i.e. [illegible] Pvt Ltd.

The Ghot[illegible] kot Bridge pr[illegible] construction of bridge (2 Kms) and carriage[illegible] 30 Kms. [illegible] ild, Finance, Operat[illegible] Transfer [illegible] ged to be 28 years including of [illegible] pr[illegible] debt repayment period and th[illegible] shal[illegible] model for [illegible] on period.

The Tra[illegible] dvisors hav[illegible] mpleted technical, financia[illegible] feasibility [illegible] oject. The [illegible] also been finalized by the [illegible] advisor [illegible] and approv[illegible].

Decision:

The P[illegible] y Board is [illegible] accord approval to [illegible] procure[illegible] ces for inv[illegible] under PPP mode.

Agenda [illegible] ov[illegible] the Agriculture, Supply [illegible] Department [illegible] b[illegible] ary or Representative Ad[illegible] Co[illegible] he Agricul[illegible] ces Department if an[illegible]

12) APPROVAL FOR PRIVATE [illegible] ITATION OF MANGO PROCE[illegible] PROJ[illegible]

The Agricult[illegible] supply & P[illegible] h Sindh Agriculture Research Jam hired the [illegible] nction Advis[illegible] IQ Capital Plus (Pvt) Ltd. M/S M/S Farmwe[illegible] M/S [illegible] azi to conduct feasibility [illegible] transaction advis[illegible] services for [illegible] Project. The Consultancy Contr[illegible] sign[illegible] ber 2015 [illegible] ulture Research, Tando [illegible] Advisor i.e. [illegible] Capital Pl[illegible]

There is a di[illegible] for [illegible] which facilitates quality [illegible] for local as w[illegible] for [illegible] powering grower in the [illegible] and equip them [illegible] post-harvest [illegible]

The Mango Pro[illegible] ng project [illegible] technologies including mech[illegible] –ho[illegible] treatment, [illegible] cold storage, ripening cham[illegible] unit and [illegible] . The proje[illegible] level (Tando Allahyar [illegible] on Hyderaba[illegible] . The project area and t[illegible] areas together [illegible] Sindh.

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Agenda [illegible] approved [illegible] by the Works an[illegible] Departme[illegible] to be pres[illegible] Secretary or Representa[illegible] Consortiu[illegible] the Works an[illegible] Department if any

10) PROJEC[illegible] DEVELOPMENT F[illegible] (PDF) FUND FOR M9- M[illegible] LINK [illegible] PROJEC[illegible]

It may be re[illegible] that in the [illegible] meeting held on M[illegible] 2015 [illegible] Minister H[illegible] [illegible]ship of the Honorable C[illegible] Sin[illegible] [illegible] for private pa[illegible] was sought by the Local G[illegible] D[illegible] the admini[illegible] for the Link Road Project [illegible] be [illegible] the PPP M[illegible].

It is submitte[illegible] the Link R[illegible] to the Local Government Departm[illegible], v[illegible] currently clo[illegible] traffic beca[illegible] [illegible]ance. Due to lack of ex[illegible] to implem[illegible] PPP project, [illegible] the road and execute it on [illegible] ba[illegible] Government [illegible] a Summary for Chief Minister r[illegible] [illegible] of the [illegible] transferred to the provincial [illegible] W[illegible] Department [illegible] the project i.e. Concession Agreement.

The Project [illegible]ualize and [illegible] one Link Road Connecting [illegible] H[illegible] M[illegible] and [illegible] Highway [illegible] under PPP Mode.

It [illegible] that the [illegible] project are presently being [illegible] D[illegible] the [illegible] Project under the PPP [illegible] a[illegible] tolls [illegible] transferred to the conce[illegible] su[illegible] to set -off the [illegible].

The Honora[illegible] Chief Minister [illegible] Summary titling "Link [illegible] Pr[illegible] C[illegible] Department [illegible] Department to Works & S[illegible] D[illegible] [illegible]ment of [illegible] to transfer Link Road [illegible] G[illegible] to W[illegible] Department, Government of Si[illegible].

It i[illegible] highlight that [illegible] normally complex in nature due al[illegible] of devel[illegible] to prepare the project [illegible] p[illegible] to lau[illegible] as stated in the S[illegible] 1[illegible] P[illegible]

In [illegible] the Proje[illegible] Department int[illegible] C[illegible] the feasibility st[illegible] nd tr[illegible] under the PPP M[illegible] th[illegible] in p[illegible] as highlighted in the [illegible] th[illegible]

In [illegible] project devel[illegible] (PDF) fund maintained [illegible] D[illegible] Projects to hire ex[illegible] m[illegible]

Decision:

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A major technological advance has made it possible to detect a possible disease outbreak/ resurgence ... years before it actually ... . This is a major advance ... conventional ... early warning ... precision of the technology ... only detect the disease out-break ... 2 years before the time but ... about the region/ district/ union council where the communicable disease may ...

Department of Health has already ... the patent of the only technology ... assist the ... implement ... develop its capacity for ... Moreover ... Pakistan ... strengthening of the Disease ... System ... the ... strengthen the health system

Given the ... need of the ... Early Warning System ... Sindh province ... project evaluation ... to be launched engaging ... the ... company, World Health Organization (WHO) and other donors.

Decision:

The Board ... approve ... advisory for procurement ... from Project Development Fund ...

10) ... OF ELECTRONIC ... HEALTH SYSTEM ... SECTOR HOSPITALS ... TECHNICAL AND ... ASSISTANCE ... EARLY DISEASE SYS...

'What you cannot count, you cannot manage' is a fact more pertinent to the ... management ... public sector in Sindh. The District Health Information System (DHIS) ... part of the ... Information System ... Japan International Cooperation ... (JICA) ... is ... the Director General Health ... Sindh ... facilities and services ... data ... delivery ... available human resource ... health care delivery system. The ... data processing lacks the ... quality of ... information. ... comprehensive/ integrated ... resources ... resource ... delivery, tele-medicine ... management ...

At ... the burden of services ... management ... system ... non-existent. Civil Hospital (CHK) ... modules of a Hospital ... Information System (HIS) ... However ... e-health ... to manage the tertiary care ...

Initial ... exercise ... hospitals in Karachi ... to ... health ... investments are needed ... strengthen ... software and hardware. ... management ... system in the tertiary care ... Sindh.

Decision:

The ... PDF funding for ... feasibility ... for developing the ... public ...

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Out the total 5.4 million Euro (PKR 637 million) were allocated to Sind[illegible] spread of transfusion-transmissible infections (TTI) caused by unsafe blood [illegible] Separate Agreement was signed between the KfW-German Development [illegible] Sindh on April 10, 201[illegible].

The purpose of the Project was to set up a Safe Blood Transfusion System al[illegible] international models by strengthening its organisation and physical s[illegible] province [illegible] The reform of the b[illegible] system will particularly benefit [illegible] population groups in both rural an[illegible] Medical & [illegible] equipment, [illegible] bank MIS, telephony syste[illegible] have been procured during April to [illegible] 2015 and ready for delivery [illegible] non-availability of safe and secure [illegible] the DoH Sindh, the equipmen[illegible] supplier [illegible] import [illegible] June to [illegible] The suppliers are not wi[illegible] equipment [illegible] and [illegible] and insurance after A[illegible]

Blood storage equipment for [illegible] bank (HBBBs) wer[illegible] total cost of [illegible] 105 million. [illegible] ty, some of the hospital[illegible] use the equipment provided [illegible]

Four state of the art Regional [illegible] each at Karachi, Jamshoro [illegible] [illegible] constructed. [illegible] for handover. KfW has [illegible] [illegible] contracting out.

Decision:

The Board may approve [illegible] of services for op[illegible] management of the [illegible] (RBCs).

8. [illegible] (DHQ) HOSP[illegible]

The performance based contracting [illegible] facilities has been successful[illegible] the selected credible partner [illegible] Hospitals at Tando M[illegible] may also be contracted out [illegible] offering operation and man[illegible] health facilities to the private sector.

D[illegible]

The Board may approve [illegible] of services for op[illegible] management of the [illegible] (DHQ) Hospital Tand[illegible] Khan.

9. [illegible] EARLY DISEAS[illegible]

Disease outbreaks are not uncommon in Pakistan. Sindh saw more than 10[illegible] from the [illegible] The disease early warnin[illegible] existent in [illegible] province. [illegible] of World Health Orga[illegible] Pakistan epidemiological [illegible] 2013 to foresee and plan f[illegible] disease [illegible]. The [illegible] issue a warning only [illegible] b[illegible] and organize any effo[illegible] o[illegible] Government [illegible] Department the Disease System (D[illegible]) in 2011. It [illegible] since then owing to la[illegible] of skill set. [illegible]

The PPP [illegible] Board is requested to approve overall funding for [illegible] Rs. 1,844 [illegible] to be placed in [illegible] account in advance.

5) CONT[illegible]TING OUT OF SAFETY AND SECURITY SYSTE[illegible] HOSP[illegible] KARACHI [illegible] JINNAH POSTGRADUAT[illegible] CENT[illegible] ABBASI SHAHEED HOSPITAL AND SOBHRAJ [illegible] HOSP[illegible]

Health care [illegible] sensitive service delivery dealing around the clock with s[illegible] disease [illegible] There are also mounting violence in the healthcare setup [illegible] providers. [illegible] security at the hospitals become [illegible] in cases of lost o[illegible] babies, [illegible] jurisprudence cases and general security. Moreover the adm[illegible] interactive [illegible] and security system [illegible] hospitals has become essential.

The success [illegible] model of safety and security system in National Institute [illegible] (NICH) [illegible] established through [illegible] Model.

In the 8th [illegible] Board decision [illegible] upon successful implement[illegible] and Safety [illegible] in NICH, the [illegible] replicated in Abbasi Shah[illegible] Sobhraj M[illegible] Hospital. [illegible] Department has received [illegible] Civil Hosp[illegible] Karachi and Jinnah Postgraduate Medical Center have request[illegible] same system [illegible] a PPP Model.

Decision:

The Board [illegible] approve [illegible] of services for Safety [illegible] System [illegible] the PPP Mode [illegible] Karachi, Jinnah [illegible] Medical [illegible] Abbasi Shaheed Hospital and Sobhraj Maternity [illegible] on the [illegible] model of [illegible]

6) CONT[illegible]TING OUT OF [illegible] AND WASTE MA[illegible] SYSTE[illegible] IN [illegible] KARACHI POST[illegible]UATE MEDICAL [illegible]

Today all [illegible] care hospital [illegible] the non-core/ non-clinical a[illegible] specialized [illegible]ors. The janitorial services and waste management are the n[illegible] that are tied together in continuity of the service/ function. The two functi[illegible] Hospital Karachi and JPMC can be [illegible] build-operate-manage mod[illegible]

Decision:

The [illegible] approve [illegible] of services for project to [illegible] the [illegible] non-clinical [illegible] operators.

7) CONTRA[illegible]NG OUT [illegible] BLOOD CENTERS (RBC[illegible]

The German [illegible]rnment through [illegible] Development Bank prov[illegible] Euro (Equa[illegible] KR 1.77 bil[illegible] establishment of a safe bl[illegible] system [illegible] provinces including [illegible]

a national en[illegible] with Security Exchange Commission of Pakistan under Secti[illegible] 42 [illegible] Act 1984. [illegible] has been done with [illegible]ight change in name and the entity [illegible] no[illegible] "Medical E[illegible]ency Resilience Foundation". This is pertinent to mentio[illegible] h[illegible] request cam[illegible] m same authority/management who signed contract with [illegible] Health. The [illegible]red legal documents are attached.

Health Dep[illegible]nt Sindh, upon request from Merlin International, sent [illegible]tters Department [illegible]h) and legal wi[illegible] of Public Private Partnership (PPP [illegible] Un[illegible] Department [illegible] to obtain legal [illegible]ion on [illegible] request for "Change o[illegible] [illegible]a[illegible]

After detail[illegible] [illegible]essment of the matter and all available documents submitte[illegible] Law Depar[illegible] and PPP Legal wing informed that "Change of name" is in [illegible] point of vie[illegible] this shall be done through an amendment in already signed [illegible]tra[illegible]

Decision

In light of t[illegible] [illegible]ve and for executing smooth transition of the contract the [illegible] advised [illegible] by the PPP Unit Fa[illegible]ce Department may be allowed in the [illegible]

4) AMAN [illegible]OUNDATION – AMBULANCE PROJECT [illegible] DISTR[illegible] IN SINDH

In March [illegible] GoS has signed an agreement with Aman Health Care [illegible] Foundation [illegible] Emergency Medical Services (EMS) ambulance services [illegible] Aman amb[illegible] system, in two districts of Sindh i.e. Thatta and Sajawal. [illegible] has been si[illegible] for procurement, operations and maintenance of the ambula[illegible] ser[illegible] five (5) yea[illegible]

Total projec[illegible] over five (5) years is estimated at PKR 1,844 million, whic[illegible] [illegible] t[illegible] the [illegible]ility Gap Fund (VGF).

In the 16th [illegible] Policy Board Meeting held on [illegible] 2015, the Board decided [illegible] immediate [illegible]ng of Rs. 700 million in first year of project for capital cost and [illegible] same in Es[illegible] account. Further, funds for operating cost were to be placed in [illegible] account on [illegible]olving basis as [illegible]ified. Approved minutes of 16th PPP Po[illegible] Meeting st[illegible]:

"The capit[illegible] will be released in advance and shall be utilized in t[illegible] operations t[illegible] chase Toyota Ambulances (inc. fabrication and equipment) only [illegible] year. The [illegible]ting cost will be [illegible]sited six months in advance and w[illegible] quarterly a[illegible] comprise of tra[illegible] satellite of [illegible] running expense, ad[illegible] other overn[illegible] depreciation."

However, [illegible] restrained execution of the project and performance of the Department [illegible]ernment of Sindh and Aman Foundation subsequently ca[illegible] that overall [illegible]ing required for the project [illegible] Rs. 1,844 million may [illegible] escrow acc[illegible] in advance (in the first year of [illegible]ons). The revised payment [illegible] would not [illegible] financial impact [illegible] Government of Sindh in present va[illegible] government [illegible] entitlement to the [illegible]kup [illegible] escrow account.

Decision:

the project ... approved by CM. Law Department has endorsed that CM ... project from ... curement under section 21 of SPP Rules.

In the prog... PEI will provide Medical and Surgical supplies as per need... hospital wo... of Rs. 3.5 Billion and Government of Sindh will contribute ... the operatio... requirements through the 03 years tenure of the program.

The approx... value of the Medical Supplies, as determined by donor... PKR.2.96 ... Over the period of the agreement comprising of quality ... and consu... as used in Canada and other developed countries, min... very limi... available medicines in donations. PEI will also provide ... contributio... 540 Million in the shape of Hygiene products and/or gifts f... initiative.

Governmen... Sindh and PEI have agreed to implement the SMSP wi... componen... provision of Medical and Surgical supplies to the hospita... transparen... accountable system of distribution of Medical and Surgi... Governm... hospitals for the poor patients (Facility assessment, ware... MNE, ... counters, logistics, Clearance, Transportation, log... management...). (2) Sustainable Maternal and New born child healt... Birthing St...s). (3) Community Primary health care Referrals initiative: ... community ... support to ... awareness efforts to bridge the gap b... and the he... staff to improve the overall ... health service deliver... issues ... around Nutrition/Growth monitoring. Family ... Immuniz... Poverty Score Card and so on. 5,5... LHW's), (4) Chil... ...tive ... h care focusing on Child Health (300,000 Children and fami...).

Decision:

The Boar... ratify the ... approval and allow the de... the agre...

3) MERL... CHANGE OF NAME IN THE CONTRACT

Pursuant to ... approval accorded by the CEO ... Sindh and in ac... Section-7 ... Sindh Public Private Partnership Act, 2010 (Annex... Departmen... signed the performance based contract with MERLIN INT... to manage and operate the Rural Health Centers (RHCs), Taluka Head Quarte... (THQ) and District Head Quarter (DHQ) Hospitals in Districts Thatta and Sujawal.

Merlin Inte...nal requested for Change of Name after signing of co...t ... Merlin in... that they are getting into ... Save the Childre... result of ... arrangements. As ... MERLIN Pakistan, ...2013 and the arrangement included merger both at Hea... ...ries level. The whole process of merger concluded all over ... in Pakistan ... the Government of Pakistan ... allow the merger rather asked Country T... continue its program independently. Merlin team continued the pr... in Pakistan ... the MOU that had been signed ... Government of Paki... 2013. On ... 1st 2015, Government of ... announced a new pol... for INGOs ... international organizations ... MERLIN were ask... registration ... by 31st December 2015 ... Merlin status was ... and it only ... in Pakistan ... MERLIN ... istan decided to regis...

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No:FD/PPPUNIT/PPP-PB
FINANCE DEPARTMENT
GOVERNMENT OF SINDH
DATED:MAY 2ND, 2016

Partnership for Development

A.K LODHI COMPLEX SINDH SECRETARIAT BUILDING NO.
SHAHRAH-E-KAMAL ATA TURK, KARACHI - PH: (021) [illegible]

WORKING PAPER FOR 18TH MEETING OF THE PPP POLICY BOARD

This 18th meeting of the Public Private Partnership Policy Board (the PPP POLICY BOARD) under the chairmanship of the HONORABLE CHIEF MINISTER SINDH is [illegible] be held on 2nd May, 2016 at the CHIEF MINISTERS HOUSE, KARACHI. The following *alia*, is the agenda of the meeting as approved and forwarded by the respective [illegible] with salient details for the esteemed members of the PPP Policy Board.

1) CONFIRMATION OF 17TH PPP POLICY BOARD MINUTES:

The PPP Policy Board is requested to confirm the minutes of the 17TH PPP POLICY BOARD MEETING held on [illegible] December, 2015 (attached as ANNEXURE A).

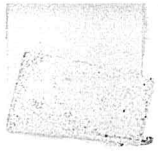
Note: Agenda for BRTS Yellow Line has not been confirmed by Transport and Mass Transit Department (TMTD). The agenda [illegible] be placed before the Board, in case confirmed before the [illegible] Accordingly, the agenda shall be presented by the Secretary Representative Advisory Consortium of the TMTD Department [illegible]

Agenda as approved and forwarded by the Health Department [illegible] presented by the Secretary or Representative Advisory Consortium [illegible] Health Department if any

2) RATIFICATION OF THE SUMMARY AND FINALIZATION OF AGREEMENT FOR SINDH MEDICAL SUPPORT PROGRAM [illegible] PARTNERSHIP WITH POVERTY ERADICATION INITIATIVE [illegible]

Sindh Medical Support Program has been approved by the Honorable Chief Minister [illegible] executed through performance based agreement under PPP mode through Summary [illegible] filling "implementation of the Sindh Medical Support Program between Health [illegible] Government of [illegible] and exemption for the project under section 2 [illegible] 2009" dated 2[illegible] [illegible] 2015.

On 23rd January 2016, following series of deliberations on the matter of the [illegible] between CM, CS, Secretary, Finance Department, Law Department and Health Department



[illegible] PARTICIPANTS [illegible] 18TH [illegible] POLICY BOARD MEETING

S.No	NAME	DESIGNATION	DEPARTMENT	CONTACT NO	REMARKS
[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	
[illegible]	[illegible] Mantar Dahar	Minister	Health	021-99201253-4	
3.	Syed Murad Ali Shah	Minister	Finance, Energy and P&D	021-99211949	
4.	Mir Mumtaz Hussain Jakhrani	Minster	Transport		
[illegible]	Muhammad Waseem	Additional Chief Secretary	Planning & Development	021-99212905	
6.	Saed Ahmed Manghejo	Secretary	Health	021-99211565	
7.	Sohail Rajput	Secretary	Finance	021-99222101	
8.	Aijaz Memon	Secretary	Works & Services	021-99212992	
9.	Tuaha Farooqui	Secretary	Transport		
10.	Omer Rehman	Special Assistant to CM			
11.	M/S Naheed Memon	Chairman	SBI		
12.	Abdul Qadir Tareen	Additional Secretary (Technical)	Agriculture Department		
[illegible]	[illegible] Mohammad Baloch	DG,	Agriculture (Research), Tando Jam		
14.	Murtaza Wahab Siddiqui	Barrister	Private Member		
15.	Mr. Sarosh Hashmat Lodi	Dean, NED	Private Member		
16.	Shahnawaz Nadir Shah	Chief Investment Specialist	SFMH	021-9922188	
17.	Ali Sibtain	DG	PPP Unit		
18.	Fahad Ansari	Director	PPP Unit	021-99222193	
19.	Qassim Dada	Assistant Director	PPP Unit		
20.	Sanjai Tatreja	Assistant Director	PPP Unit	021-99222186	
21.	Mr. Adnan Rizvi	Partner Advisory,	KPMG Taseer Hadi & Co.,		
[illegible]	[illegible] Fahad [illegible]		KPMG Taseer Hadi & Co.		
[illegible]	[illegible]		[illegible]		

The Senior Minister Finance Department, GOS requested the Transport Department a CUF
to finalize the Con sion Agreement at the earliest. Moreover, he stated that the as
provide the compl details of the list of documents to be provided by the GOS and th
it would be requir o sign. The GOS would then have two week to respond to the sam

Decision:

The CUEC to provi the list of documents required from the GOS and the relevant nen
The GOS is expe to sign within one month of meeting with the Secured Lend G(
would then be re d to provide responses to the same within two weeks. The GC
would be non-neg ible.

Furthermore, the detailed design and the EIA are to commence after the six-wee ston
This is to ensure here is no liability on either side in case the transaction do no
beyond the first milestone of Financial Close i.e. at six weeks.

ALI GHU
Director Gener UP Unit
Finance Depar t, GoS

MURTAZA WAH
Private Member
PPP Policy Board

CABSEN
DR. ASIF BI
Private Me
PPP Policy I

SAROSH
Private M er
PPP Policy Board

TUAHA FAROOQUI
Secretary
Transport Department, GoS

SOHAIL RA
Secretar
Finance Departm S

MUHAMMAD SEEM
Additional Chief ecretary
(Dev)
P & D Depart GoS

M. MUMTAZ H. JAKHRANI
Minister
Transport Department, GoS

S. MURAD AL
Senior Mini
Planning, Finance y &
Irrigation,

M. SIDDIQUI MEMON
Chief Secretary, GoS

Heritage Objects and Resources Event	No provisions were made for additional costs and / or ad[illegible] for archaeological and heritage findings in such circumsta[illegible] the same may be a Relief Event. Hence a potential liability [illegible] the part of the Authority.

30. The Partner, [illegible]MG informed the forum that the same is a standard reque[illegible] infrastructure proj[illegible].

Decision:
The PPP Policy Boa[illegible] approved the compensation for additional time and cost[illegible] Heritage sites.

Construction Annexure

31. The Director [illegible]eneral, KMTC informed the forum that the requirement of [illegible] Annexure propose[illegible] the CUEC would be bas[illegible] on an EPC contract and would n[illegible] obligations of the C[illegible]C with respect to the maintenance period. In his opinion, the [illegible]nexure would li[illegible] the rights of the GOS and the obligations of the CUEC in fro[illegible] Lenders and as such[illegible] should not be signed.

32. The Special [illegible]istant to the CM, Sindh informed the forum that the Constr[illegible] is a requirement o[illegible] Export Import Bank of China and the Sinosure and would [illegible] Construction para[illegible]rs. Moreover, the Construction Annexure would clearly s[illegible] Concession Agree[illegible]t is the parent document and in the event of a conflic[illegible] Agreement would p[illegible]ail.

Decision:
The PPP Policy Boa[illegible] agreed with the Transport Department that the Const[illegible] must mention the[illegible] Concession Agreement is the parent document and [illegible] conflict the Conce[illegible]n Agreement i.e. the parent document would prevail.

Indemnification

33. Director Gen[illegible]l PPP Unit requested that the Advisory Consortium should [illegible] changes made to t[illegible]raft Concession Agreement are in line with the decisions [illegible] Board, the TFEC an[illegible] Transport Department. The Secretary, Transport Departm[illegible] proposal of Direct[illegible]neral PPP Unit.

Decision:
The PPP Policy Boa[illegible] agreed with the Transport Department and reques[illegible] Consortium to p[illegible]e a letter signed by all the members of the Advis[illegible] confirming the su[illegible]

Timeline

Provision / Substance in RFP Draft	Provision / Substance in Negotiated Draft	Conclusion
The execution of the Project Agreements and any amendment thereto were subject to the prior approval by the Authority and the	Authority shall have the right to approve or disapprove the EPC contractor and / or O&M contractor within 28 days if the same shall have implication on national security or where such party is from a country which is proscribed under Pakistani law or blacklisted by governmental agencies. Furthermore, the IE and IA shall have right to approve or disapprove the appointment and/or replacement of the EPC contractor and/or the O&M contractor within 15 days if such party is technically or financially incapable of performing the works / services. *This will remain in the contract.*	There has been a precedent in KTDC; however, in previous copies of such agreements provided to the Authority unwilling to share the entire project agreements only be obligated to share and pre-agreed redacted thereof. - Any portion of project deemed by IE and IA determined by IE and IA

28. The Partner, Thermota informed the forum that the provision of complete documents not required and only provision of the excerpts of the contract relevant to the IE/IA is sufficient. Moreover, he further iterated that with a representative on the board of the SPV would be able to request such documents.

Decision:
The Board Policy Board approved the clause with respect to the Project Agreements

Relief Event (Heritage Site)

29. The Partner, KPMG then presented the next change proposed by the CUEC:

Relief Events		
Provision / Substance in RFP Draft		Conclusion

Project cost includes EPC Costs; and Non-EPC Costs, which was required to be a fixed amount in Pak Rupees, based on the bid amount.	The Cost of Construction will now be finalized in the Relevant Agreements as the same includes the EPC Costs, the costs of financing and other costs as approved by the IE and included in the Financial Model and the Approved Construction Budget.	Since the financing / funding arrangement is ... Cost of Construction cannot be ascertained ... determined in the Relevant Agreements, wh... is subject to change. Cost of Construction is required to be part ... Model and the Approved Construction Bu... subject to increase depending on the term ... arrangements which shall be stipulated ... Agreements. Moreover, Non-EPC to be f... agreements (subject to if otherwise approve... Board in the Relevant Agreements). As per Sindh Foreign Investment Hedging ... model has to be updated at the actual exch... which the equity injection has been made. ... stakeholders shall benefit from the Sindh Fo... Hedging Policy The EPC PKR amount has been locked as per ...

25. The Special Assistant to CM, Sindh informed the forum that the Hedging Policy ... stated that it will expire in two years and if no new policy is implemented the existing p... continue and as such a ratification of the PPP Policy Board is required to continue the ... Hedging Policy and allow the same to be employed for the Yellow Line Project.

26. The Vice Chairman Policy Board queried if the said policy had already been re... Director General PPP Unit clarified that the policy was to continue into effect as it was if ... were made by the PPP Policy board, however its utilization in such form required the con... PPP Policy Board. The Policy contains flexibility to negotiate better terms than those det...

Decision:
The PPP Policy Board approved the usage of the Sindh Hedging Policy for the ... Project.

Project Agreements

27. The Partner, ... MG then presented the next change proposed by the CUEC:

... Agreemen...	[redacted]

The mechanism for appointment of the IE and IA was based on a bidding procedure to be carried out by the Authority at the cost and expense of the Concessionaire. Initially, the Authority had the right to remove the IE and IA, and the Concessionaire had to act jointly with the other 2 Concessionaires to exercise rights with respect to the appointment and removal of the IE and IA.	The following is a revised mechanism that has been prescribed whereby the Authority shall select an IE and IA from the list of engineers / accountants provided by the Concessionaire – this is in-line with precedent transactions. The Authority no longer has the individual right to remove the IE and IA. Furthermore, the rights of the Bus Operator Concessionaire and Revenue and ITS Concessionaire for the appointment / removal of the IE and IA have been removed.	Authority sh[illegible] an IE and IA [illegible] top engineering [illegible] / accountancy [illegible]vided by the Conce[illegible] – this is in-line w[illegible]ent transac[illegible]

23. The Partner, Haidermota informed that the forum that the same is in line with [illegible] precedents of the GOS.

Decision:
The proposal of the CUEC was approved with respect to the mechanism of appointing [illegible]

Hedging Policy

24. The Partner, KPMG then presented the next change proposed by the CUEC:

Hedging Policy		
Provision / Substance in RFP Draft	Provision / Substance in Negotiated Draft	Conclusion

Nominee of Law Department (not below BPS-18) Represented by Additional Secretary, Law Department, GoS	Director General, KMTC	Director General, PPP Unit Finance Department, GoS
Administrator, KMC	Secretary, Transport & Mass Transit Department, GoS Represented by Additional Secretary, Transport & Mass Transit Department, GoS	Secretary, Finance Department, GoS

Additional Chief Secretary,
P&D Department, GoS

7. The recommendations of the Sub-Committee were followed by a Q&A Session in which it was inquired by the TFEC the reasoning for recommending not to pre-qualify certain firms. The DG, KMTC requested the members of Advisory Consortium to elaborate on the pre-qualification procedure.

8. The representatives of Advisory Consortium i.e. KPMG and NESPAK elaborated that the firms mentioned above failed to pre-qualify as they did not furnish audited financial statements, which met the financial threshold and/or were unable to prove they had the experience of executing the requisite projects laid out in the Pre-Qualification document.

9. After the Q&A and explanation session, the DG, KMTC requested the TFEC to approve the recommendations of the Sub-Committee as well as grant the approval to launch the Request for Proposal (RFP) and supporting bidding documents for the BRTS – Yellow Line project.

Decision: The recommendations of the Sub-Committee were unanimously ratified by the members of the TFEC. Moreover, the TFEC also granted approval to launch the RFP and bidding documents of the BRTS - Yellow Line project.

10. After the approval of the recommendations, the Director, PPP Unit raised an encroachment issue pertaining to the BRTS Yellow Line corridor. The BRTS - Yellow Line will run in Semi-Dedicated / Mixed traffic on Shahra-e-Faisal and is required to make a sharp left turn towards Shahra-e-Qaideen when going towards Numaish and Regal Chowk. The corner area at turning of Shahra-e-Faisal and Shahra-e-Qaideen used to be part of a service lane which was later turned into a plant nursery. Recently, construction of a building / plaza is underway at the said plot.

Decision: The ACS, P&D requested the Administrator, KMC to look into the said matter and to find out whether the land was illegally encroached or legally acquired. The ACS further requested the Administrator, KMC to obtain pictures of the sight as well as the building plans from Building Authority. Lastly, the ACS, P&D requested the Administrator, KMC to call a follow up meeting with the Transport & Mass Transit Department and its Advisory Consortium to provide them with the aforementioned data and discuss the way forward for the same.

OVERALL SUMMARY

Infrastructure

S.No.	Name of Company	Technical Remarks	Financial Remarks
1	M/s. CHEC	Pre-qualified	Pre-qualified
2	CONPRO Services & IDROESSE Infrastructure	Pre-qualified	Pre-qualified
3	M/s. China Railway Construction Company	Pre-qualified	Pre-qualified
4	CUEC (Financial), UCD (Design) & BUCRBC (Execution)	Pre-qualified	Pre-qualified
5	M/s. NLC Engineers	Pre-qualified	Pre-qualified
6	ZKB - Reliable JV	Not - Pre-qualified	Pre-qualified
7	Swede-Tech International/ NAA/ BAC/ China Harzone Industry Corp Ltd/ Asia Pacific	Not - Pre-qualified	Not - Pre-qualified
8	Asia Pacific / China Harzone / Habib Construction	Not - Pre-qualified	Not - Pre-qualified

Bus Operation Services

S.No.	Name of Company	Technical Remarks	Financial Remarks
1	CUEC & UCD & BUCRBG	Pre-qualified	Pre-qualified
2	M/s. Rehman Coach Service, M/s. ACS Ltd & M/s. Tracking World (Pvt.) Ltd	Pre-qualified	Pre-qualified
3	Daewoo Pakistan Express Bus Service Ltd	Pre-qualified	Pre-qualified
4	Platform Turizm	Pre-qualified	Pre-qualified
5	SERCO Limited	Pre-qualified	Pre-qualified
6	Swede-Tech International & Swede-Bus Pakistan (Pvt.) ltd	Not - Pre-qualified	Pre-qualified
7	Panda Environment Lahore & HENGHENG SHIYEYOU XIANGONGSI	Not - Pre-qualified	Not - Pre-qualified

Revenue (Fare & Non Fare) & ITS Services

S.No.	Name of Company	Technical Remarks	Financial Remarks
1	Advances Card Systems & Rehman Coach Service	Pre-qualified	Pre-qualified
2	CUEC & UCD & BUCRBG	Pre-qualified	Pre-qualified
3	Inbox Business & Kentkart Technologies (Pvt.) Ltd	Pre-qualified	Pre-qualified
4	M/s. TRAM & TolLink JV	Pre-qualified	Pre-qualified
5	M/s. MAPOUT & Daewoo Industry Co. Ltd	Pre-qualified	Pre-qualified
6	PAK - ORTANA JV (Urban Sector Planning and Management Services Unit Pvt. Ltd and Ortana Elektronic)	Pre-qualified	Pre-qualified
7	Swede-Tech International, M/s. Swede Bus & M/s. Energy International-Transportation UAE	Not - Pre-qualified	Pre-qualified

carry out the evaluation of Pre-Qualification documents and to check for completeness as well as financial and technical capabilities. The members of the said Sub-committee are as follows:

TFEC SUB-COMMITTEE FOR EVALUATION OF PRE-QUALIFICATION DOCUMENTS

1.	Director General, KMTC	Chairman
2.	Director – PPP Unit	Member
3.	Chief T&C – P&D Department	Member
4.	Consultant – Govt. of Sindh	Member
5.	Representative of Advisory Consortium on the BRT Project - (KPMG, NESPAK and MTC)	Member

5. The DG, KMTC further informed the TFEC regarding the technical and financial evaluation criteria for Pre-Qualification. In order to Pre-Qualify for a component, a party must meet both the technical as well as the financial criteria set out in the respective Pre-Qualification Document. The technical and financial criteria for the three components of the BRTS – Yellow Line is mentioned below.

Infrastructure	Bus Operations	Revenue Collection & ITS
1.Technical Eligibility a) The prospective bidder must have at least 03 Infrastructure Projects (Roads, Bridges, Civil Works) for each of the following category having project cost of at least Rs. 1,000 Million: • Design • Construction • Operation & Maintenance	**1.Technical Eligibility** a) Operating 20 or more Standard buses in past 07 years through a contract/ concession/ license b) O&M Facility for a fleet of at least 05 Standard Buses in past 07 years	**1.Technical Eligibility** a) Operating at least 02 fare/ toll collection projects in past 07 years b) At least 01 project involving O&M of Passenger Information System, Bus Scheduling and Dispatch System, Automatic fare Collection System, etc. in past 10 years
2.Financial Eligibility a) Annual turnover and the net-worth of the prospective bidder should be over PKR 500 million for over three years.	**2.Financial Eligibility** a) Annual average turnover for three years should be greater than 25 Million and the three year average net-worth of the prospective bidder should be over PKR 40 Million.	**2.Financial Eligibility** a) Annual average turnover and the average net-worth of the prospective bidder should be over PKR 10 million for over three years.

6. After explaining the evaluation criteria, the Director General, KMTC provided the recommendations (the Evaluation Summary for all three components is attached as **Annexure "C"**) of the Sub-Committee for Pre-Qualifying firms in all the three components of the Yellow Line. The Pre-Qualification documents were scrutinized carefully and diligently by KPMG, NESPAK as well as the members of the Sub-Committee. The recommendations of the Sub-Committee and Advisory Consortium on the BRTS – Yellow Line project are as follows:

Partnership for Development

No:FD/PPPUNIT/BRTS-Yellow Line/2014
FINANCE DEPARTMENT
Government of Sindh
Karachi, dated 5th June, 2014

7th Floor, Sindh Secretariat No. 6, A.K Lodhi Complex, Kamal Ata Turk Road, Karachi, Ph: (021) 99222194

Minutes of Technical and Financial Evaluation Committee (TFEC) Meeting for Bus Rapid Transit System (BRTS) – Yellow Line Project

A meeting of the Technical & Financial Evaluation Committee(TFEC) for Bus Rapid Transit System (BRTS) – Yellow Line Project was held under the chairmanship of the Additional Chief Secretary (Dev) at 09:30 am on Tuesday, June 3 2014 at the Committee Room of P&D Department, 2nd floor, Tughluq House, Sindh Secretariat, Karachi. List of Participants is attached as **Annexure "A"** along with the copy of attendance sheet.

2. Additional Chief Secretary (ACS), Planning & Development Department (P&D), Government of Sindh (GoS) welcomed the participants and asked the Director General, Karachi Mass Transit Cell (KMTC) to present the agenda of the meeting. Director General, KMTC started the presentation (attached as **Annexure "B")** by highlighting that the Transport & Mass Transit Department, GoS in collaboration with Public Private Partnership (PPP) Unit have launched BRTS – Yellow Line Project through International Competitive Bidding (ICB) process under the PPP Mode. The BRTS Project is being procured as three separate contracts for the major components of the project namely:

- Infrastructure Development
- Bus Operations
- Revenue Collection & Intelligent Ticketing System (ITS)

3. The Committee was informed that the Expression of Interest (EOI) for the project was published on 10 January 2014. In response to the Pre-Qualification request, the following bids were received.

BIDDERS FOR BRTS – YELLOW LINE

S#	INFRASTRUCTURE	BUS OPERATION	REVENUE & ITS
1.	Swede-Tech International (Pvt) Limited	Swede-Tech International (Pvt) Limited	Swede-Tech International (Pvt) Limited
2.	CUEC Consortium	CUEC Consortium	CUEC Consortium
3.	China Railway	Panda Environment Lahore	Inbox
4.	China Harbour	Daewoo Pakistan	Map Out Daewoo
5.	ZKB – Reliable JV	Platform Turizm Tasimacilik	M/S Tram
6.	NLC Engineers	SERCO UAE	ACS Consortium
7.	M/S Conpro Services	Rehman Coach Service	Pak Ortana JV
8.	Asia Pacific		

4. During the TFEC meeting for opening of Pre-Qualification documents for BRTS Yellow Line on March 20 2014, the ACS, P&D constituted a Sub-Committee under the TFEC in order to

List of Participants:

1. Additional Chief Secretary (Dev), P&D, Department, GoS
2. The Secretary, Finance Department, GoS
3. The Secretary, Transport & Mass Transit Department, GoS
4. Administrator, Karachi Metropolitan Corporation (KMC)
5. Director General, Karachi Mass Transit Cell (KMTC)
6. Director General, PPP Unit, Finance Department, GoS
7. Nominee of Law Department, GoS (Not below the rank of BS-18)
8. Senior Chief (Transport & Communication), P&D Department, GoS
9. Director, Karachi Mass Transit Cell (KMTC)
10. Director, PPP Unit, Finance Department, GoS
11. Director Legal, PPP Unit, Finance Department, GoS
12. Assistant Director, PPP Unit, Finance Department, GoS

diligently. Subsequent to which clarifications were sought from the Prospective Bidders regarding the technical proposal. Subsequently a clarification process was conducted for which the last date for submission of clarifications of missing documents/ information was on26th September 2014.

5. After evaluating the technical proposal and the clarifications sought by the Prospective Bidders, the Advisory Consortium has developed the revised RFP for the second stage of the Project in accordance with the SPPR.

6. The TFEC for the Project is requested to approve the bidding documents for the second stage, so the same can be floated to all the Prospective Bidders.

Decision: Technical & Financial Evaluation Committee (TFEC), hereby approves the revised bidding documents for the second stage and grants approval to float the revised bidding documents of the BRTS - Yellow Line Project.

NOT PRESENT		
Nominee of Law Department (not below BPS-18)	Director General, KMTC	Director General, PPP Unit Finance Department, GoS
Administrator, KMC	Secretary, Transport & Mass Transit Department, GoS	Secretary, Finance Department, GoS

Additional Chief Secretary,
P&D Department, GoS

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Partnership for Development

No:FD/PPPUNIT/BRTS-YL/TFEC/RFP2/1
FINANCE DEPARTMENT
Government of Sindh
Karachi, dated October 16, 2014

7th Floor, Sindh Secretariat No. 6, A.K Lodhi Complex, Kamal Ata Turk Road, Karachi, Ph: (021) 99222194

Minutes of Technical and Financial Evaluation Committee (TFEC) Meeting on Bus Rapid Transit System – Yellow Line Project

A meeting of the Technical & Financial Evaluation Committee (the **TFEC**) for Bus Rapid Transit System (BRTS) – Yellow Line Project (the **Project**) was held under the chairmanship of the Additional Chief Secretary (Dev), Planning and Development (P&D) Department, Government of Sindh at 3:00 pm on Wednesday, October15, 2014 at the Committee Room of P&D Department, 2nd floor, Tughluq House, Sindh Secretariat, Karachi. The list of participants is attached as "**Annexure A**".

2. Additional Chief Secretary (ACS), Planning & Development Department (P&D), Government of Sindh (GoS) welcomed the participants. The Director, Karachi Mass Transit Cell (KMTC) highlighted that the Transport & Mass Transit Department, GoS in collaboration with Public Private Partnership (PPP) Unit have launched BRTS – Yellow Line Project through International Competitive Bidding (ICB) process under the public private partnership mode. The Project is being procured as three separate contracts for the major components of the Project namely:

- Infrastructure Development;
- Bus Operations; and
- Revenue Collection & Intelligent Ticketing System (ITS)

3. The TFEC was informed that the Project was launched under a two stage bidding process in accordance with the Sindh Public Procurement Rules, 2010 (the **SPPR**) for which in the first stage the request for proposal and the bidding documents (the **RFP**) were issued on 17thJune, 2014. The deadline to submit the technical proposal pursuant to the first stage RFP was 21stAugust, 2014. In response to the RFP, the following bids were received from the bidders (the **Prospective Bidders**):

PROSPECTIVE BIDDERS FOR BRTS – YELLOW LINE

S#	Infrastructure	Bus Operation	Revenue & ITS
1.	CUEC Consortium	CUEC Consortium	CUEC Consortium
2.	China Railway	Daewoo Pakistan	Map Out
3.	China Harbour	Rehman Coach Service	ACS Consortium
4.	NLC Engineers		Pak Ortana JV

4. The consultants on the Project i.e. KPMG as Lead/Financial, NESPAK as technical and MTC as legal consultants (the **Advisory Consortium**), scrutinized the technical proposals carefully and

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ATTENDANCE SHEET

OPENING OF TECHNICAL PROPOSALS (RFP - 2ND STAGE) OF BUS RAPID TRANSIT SYSTEM – YELLOW LINE (INFRASTRUCTURE DEVELOPMENT) PROJECT

Committee Room of Planning & Development Department, 2nd Floor, Tughlaq House, Sindh Secretariat No. 2, Court Road, Karachi

02nd January, 2015 (Friday) at 02:00PM

S. NO.	NAME	DESIGNATION	DEPARTMENT	CONTACT NO.	SIGNATURE
13.					
14.					
15.					
16.					
17					
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24.					

ATTENDANCE SHEET

OPENING OF TECHNICAL PROPOSALS (RFP - 2ND STAGE) OF BUS RAPID TRANSIT SYSTEM – YELLOW LINE (INFRASTRUCTURE DEVELOPMENT) PROJECT

Committee Room of Planning & Development Department, 2nd Floor, Tughiaq House, Sindh Secretariat No. 2, Court Road, Karachi

02nd January, 2015 (Friday) at 02:00PM

S. NO.	NAME	DESIGNATION	DEPARTMENT	CONTACT NO.	SIGNATURE
1.	JING SHAO	Manager	CVEC company	8610 65842871	[signature]
2.	A. RASHEED MUGHAL	Consultant KMTC Mass Transit dept SOS	Transport + Mass transit dept SOS	0331-2088057	[signature]
3.	FAHAD ANSARI	Director, PPP Unit	Finance Department	99222193	[signature]
4.	F. K. Khatri	Director, KMTC	Transport & Mass Transit Deptt.	0333-3098097	[signature]
5.	REHAN ZAMIN	PE	NESPAK	0345-2113830	[signature]
6.	SHAHRYAR RAHMAN	M	KPMG	35891065	[signature]
7.	Syed Tahiruddin Farid	Chief Engineer	NESPAK	0344-2596073	[signature]
8.	Mirza Anwer Baig	Consultant, KMTC	KMTC	03222160106	[signature]
9.	Taha Ahmed Farooqui	Secretary	Transport & Mass Transit		[signature]
10.	MUHAMMAD WASEEM	ACS	P&DD	99211405	[signature]
11.	Muhammad Aslam Ghouri	AS	Law	0321 3610880	[signature]
12.	Sohail Rajput	Secretary	Finance		[signature]

NO: FD: PPPU/BRTS (2014)/TFEC-RFP2/13
GOVERNMENT OF SINDH
Karachi, Dated the 9th January, 2015

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Minutes of 13th Technical and Financial Evaluation Committee (TFEC) Meeting on Bus Rapid Transit System – Yellow Line Project

A meeting of Technical & Financial Evaluation Committee (the **TFEC**) for the Infrastructure Development component of the Bus Rapid Transit System (BRTS) – Yellow Line Project (the **Project**) was held under the chairmanship of the Additional Chief Secretary (Dev), P&D Department, Government of Sindh at 02:00 p.m. on Friday, 02nd January, 2015 at. at the Committee Room of Planning & Development (P&D) Department, Government of Sindh. The attendance sheet is attached as '**Annexure A**')

2. The Additional Chief Secretary (Dev), P&D Department, GoS welcomed the participants. The Director, Karachi Mass Transit Cell (KMTC) highlighted that the Transport & Mass Transit Department in collaboration with the Public Private Partnership (PPP) Unit has launched the Project through International Competitive Bidding (ICB) process under the PPP mode. The Director, KMTC informed the forum that the BRTS – Yellow Line Project is being procured as three separate components namely:

- Infrastructure Development
- Bus Operations
- Revenue Collection & Intelligent Ticketing System (ITS)

3. The TFEC was informed that the Project was launched under a two stage bidding process in accordance with the Sindh Public Procurement Rules, 2010 (the **SPPRA**) for which in the second stage the request for proposal and the bidding documents (the **RFP**) for the Infrastructure Development component were issued on 20th October 2014.

AGENDA # 1: OPENING OF TECHNICAL PROPOSALS FOR INFRASTRUCUTRE DEVELOPMENT

4. The Director, KMTC further informed the forum that the meeting has been convened to open the technical proposals of Infrastructure Development component of the Project. The technical and financial proposals for the captioned project were received from the following bidder on January 2, 2015:

i. CUEC & UCD & BUCRBG Consortium

5. The name of the bidders who had submitted the bid was read aloud to the forum and the sealed technical and financial proposals were shown to the participants. After satisfaction of the forum, the technical proposal was opened in front of the TFEC and representative of the bidder (as per the Sindh Public Procurement Rule # 41) on Friday, 2nd

January, 2015 at 02.30pm. The TFEC then singed the first page of the technical proposal as well as on the sealed financial proposal.

6. The Additional Chief Secretary (Dev) P&D Department emphasized to expedite the evaluation process. Moreover, he requested the Technical Sub-Committee to evaluate the technical proposals and revert to the TFEC with their findings. The Sub-Committee is as under:

TFEC TECHNICAL SUB-COMMITTEE

1.	Senior Chief T&C, P&D Department, GoS	Chairman
2.	Director, KMTC	Member
3.	Director, PPP Unit, Finance Department, GoS	Member
4.	Consultant of GoS on the BRTS – Yellow Line Project	Member
5.	KPMG as Lead Representative of Advisory Consortium (KPMG, NESPAK and MTC) on the BRTS – Yellow Line Project	Member

Decision: The TFEC requested the Technical Sub-Committee to evaluate the technical proposals of the bidders and revert to the TFEC with their findings. Moreover, the TFEC empowered the Technical Sub-Committee to seek clarifications, if required.

7. The Meeting ended with a vote of thanks.

Nominee of Law Department (not below BPS-18)	Director General, KMTC, GoS	Director General, PPP Unit Finance Department, GoS
Administrator, KMC	Secretary, Transport & Mass Transit Department, GoS	Secretary, Finance Department, GoS

Additional Chief Secretary,
P&D Department, GoS

2ND STAGE RFP - FINANCIAL BID OPENING

ATTENDANCE SHEET

MEETTING ON TECHINAL AND FINANCIAL EVUALATION COMMITTEE (TFEC) ON BUS RAPID TARANSIT PROJECT

Committee Room of Planning & Development Department, 2nd Floor, Tughlaq House, Sindh Secretariat No. 2, Court Road, Karachi

14th January, 2015 (Wednesday) at 03:00PM

S. NO.	NAME	DESIGNATION	DEPARTMENT	CONTACT NO.	SIGNATURE
1.	A. RASHEED MUGHAL	CONSULTANT	KMTC & Mass Transit department SOS	0331-2088057	
2.	AHMAD HALIM	CONSULTANT	NESPAK	9909 060	
3.	REHAN ZAMIN	CONSULTANT	NESPAK	99090638	
4.	SHAHRYAR RAHMAN	M	KPMG		
5.	FAHAD AHMED	"	"	"	
6.	M. Siddique Abbasi	Addl Law Secretary Law Department	Law Department -	0300-8373264	
7.	IFTIKHAR KAIM KHANI	DG-	KMTC	0321-9248881	
8.	Tubba Ahmed Farooqui	Secretary	Transport & Mass Transit		
9.	MUJTABA SHAHNEEL	DIRECTOR GENERAL	PPP UNIT, FINANCE DEPT	99222192	
10.	Ali Sibtain.	Director	PPP unit, finance Dept	"	
11.	Mahbubul Haque	Senior Chief (THC)	P+D Deptt	99211919	
12.	F.K. Khatri	Director P&C	Transport & MT. Deptt.	0333-3098097	

Decision: *The TFEC directed the Financial Sub-Committee to evaluate the financial proposals and revert to the TFEC with their findings. Moreover, the TFEC empowered the Financial Sub-Committee to seek clarifications from the bidder with respect to the financial proposal if required.*

9. The Meeting ended with a vote of thanks.

Nominee of Law Department (not below BPS-18)	Director General, KMTC, GoS	Director General, PPP Unit Finance Department, GoS
Administrator, KMC	Secretary, Transport & Mass Transit Department, GoS	Secretary, Finance Department, GoS

Additional Chief Secretary,
P&D Department, GoS

5. The Advisory Consortium further informed the forum that the Technical Proposals was initially checked for completeness and subsequently evaluated. The Additional Chief Secretary (Dev), P&D Department, GoS further enquired from Advisory Consortium about scoring of bidder. The Advisory Consortium responded that based on their evaluation, the bidder has provided all the prerequisite documents and also successfully obtained at least 60% (sixty percent) makes in each category and 75% (seventy percent) marks overall. The CUEC & UCD & BUCRBG Consortium managed to obtain 924 (92.4%) points out of a total of 1000 points. Consequently, the Sub-Committee has recommended that the CUEC & UCD & BUCRBG Consortium may be deemed technically qualified.

6. The Additional Chief Secretary (Dev), P&D Department, GoS then asked if any of the TFEC members has any query or reservation regarding the findings and recommendations of the Sub-Committee.

Decision: ***The TFEC unanimously approved the technical evaluation report and recommendations of the Sub-Committee and declared "CUEC & UCD & BUCRBG Consortium" as technically qualified bidders.***

Agenda # 2: Opening of Financial Bids

7. After the bidder was deemed technically qualified, the Additional Chief Secretary (Dev), P&D Department, GoS requested the Director, KMTC to invite the technically qualified bidder to attend the bid opening process as per rule 41(4) of the SPPRA. The Director, KMTC informed the Additional Chief Secretary (Dev), P&D Department, GoS that the bidder was invited to attend the bid opening, however, as their representatives had to travel to China on urgent business matter, they were unable to attend the TFEC meeting and requested the TFEC to open the financial proposal in their absence. Subsequently, the Director, KMTC with the permission of the Chair, opened the sealed financial proposal. Moreover, the Director, KMTC showed the forum that the bid security of PKR 180 million was enclosed with the financial proposal in accordance with rule 37(1) of the SPPRA. The members of the TFEC then signed the first page of the financial proposal.

Agenda # 3: Constitution of Financial Sub-Committee

8. The Secretary, Transport & Mass Transit Department, GoS requested the Additional Chief Secretary (Dev), P&D Department, GoS to form a Financial Sub-Committee for the evaluation of the financial proposals. In this regard, the Additional Chief Secretary (Dev), P&D Department, GoS in consultation with the TFEC members constituted the Financial Sub-Committee under the TFEC for the Project. The composition of the Financial Sub-Committee is as follows:

TFEC FINANCIAL SUB-COMMITTEE

1.	Director General, PPP Unit	Chairman
2.	Senior Chief T&C, P&D Department, GoS	Member
3.	Director, KMTC	Member
4.	Director, PPP Unit, Finance Department, GoS	Member
5.	Consultant of GoS on the BRTS – Yellow Line Project	Member
6.	KPMG as Lead Representative of Advisory Consortium (KPMG, NESPAK and MTC) on the BRTS – Yellow Line Project	Member

NO: FD: PPPU/BRTS (2014)/TFEC-RFP2/1
GOVERNMENT OF SINDH
Karachi, Dated the 16th January, 2015

Meeting Minutes of 14th Technical and Financial Evaluation Committee (TFEC) Meeting on Bus Rapid Transit System (BRTS) – Yellow Line Project

A meeting of Technical & Financial Evaluation Committee (the **TFEC**) for the Infrastructure Development component of the Bus Rapid Transit System (BRTS) – Yellow Line Project (the **Project**) was held under the chairmanship of the Additional Chief Secretary (Dev), P&D Department, Government of Sindh at 03:00 p.m. on Wednesday, 14th January, 2015 at the Committee Room of Planning & Development (P&D) Department, Government of Sindh. Attendance Sheet is attached as **Annexure – A**.

2. The Additional Chief Secretary (Dev), P&D Department, GoS welcomed the participants and requested Director, Karachi Mass Transit Cell (KMTC) to present the agenda of the meeting. The Director, KMTC, GoS inform the forum that the Transport & Mass Transit Department, GoS in collaboration with the Public Private Partnership (PPP) Unit, Finance Department, GoS has launched the Project through International Competitive Bidding (ICB) process under PPP mode. The BRTS Project is being procured as three separate components namely:

- Infrastructure Development
- Bus Operations
- Revenue Collection & Intelligent Ticketing System (ITS)

3. The TFEC was informed that the Project was launched under a two stage bidding process in accordance with the Sindh Public Procurement Rules, 2010 (the **SPPRA**) for which the second stage technical and the financial proposals were received on 2nd January, 2015 from the CUEC & UCD & BUCRBG Consortium. Subsequently, the TFEC opened the technical proposal and requested the Sub-Committee to evaluate the technical proposal and revert to the TFEC with its findings.

Agenda 1: **Approval of Technical Evaluation for the Stage Two Technical Proposal of the Bus Rapid Transit System (BRTS) Yellow Line Project (Infrastructure Development)**

4. The Director, KMTC informed the forum that on the direction of the TFEC, the Sub-Committee for the BRTS – Yellow Line Project along with Advisory Consortium for the BRTS – Yellow Line Project i.e. KPMG as Lead and Financial Advisor, NESPAK as Technical Advisory & MTC as Legal Advisors, has completed the evaluation of the technical proposal received from the aforementioned bidder. The Director, KMTC then requested the Advisory Consortium to present its findings to the TFEC. The Advisory Consortium informed the TFEC that in order to be determined as a technically qualified bidder, a firm must obtain at least 60% (sixty percent) marks in each category and 75% (seventy percent) marks overall. Subsequently, the Advisory Consortium presented their evaluation based on the evaluation criteria as set out in the RFP (Evaluation Summary is attached as **Annexure B**).

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ATTENDANCE SHEET

MEETING ON TECHNICAL AND FINANCIAL EVALUATION COMMITTEE (TFEC) ON BUS RAPID TRANSIT SYSTEM (BRTS) YELLOW LINE PROJECT (INFRASTRUCTURE DEVELOPMENT)

Committee Room of P&D Department, 2nd Floor, Tughlaq House, Sindh Secretariat, Court Road Karachi.

February 16, 2015 (Monday) at 12:00PM

S. NO.	NAME	DESIGNATION	DEPARTMENT	CONTACT NO.	SIGNATURE
1.	Mahtabul Haque	Senior Chief (T&E)	P&D Deptt	99211919	
2.	F. K. Khatri	Director MTC	Transport & Mass Transit		
3.	A. RASHEED MUGHAL	Consultant KMTC	Transport & Mass Transit dept.		
4.	M. A. [illegible]	Consultant, KMTC	KMTC		
5.	K M SHAHRTAR RAHMAN	MANAGER	KPMG		
6.	FAHAD ANSARI	Director PPP Unit	Finance Dept, GoS		
7.	M. Siddique Abbasi	Addl. Secretary	Law Department		
8.	MUJTABA SHAHMEEL	DG, PPPU	FD	[illegible]	
9.	TUAHA AHMED FAROOQUI	SECRETARY	TRANSPORT & MASS TRANSIT		
10.	Muhammed Waseem	ACS	P & D Deptt.	0300-2199881	
11.					

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NO: FD: PPPU/BRTS (2014)/TFEC-RFP2/16
GOVERNMENT OF SINDH
Karachi, Dated the 16th February, 2015

Meeting Minutes of 16th Technical and Financial Evaluation Committee (TFEC) on Bus Rapid Transit System (BRTS) – Yellow Line Project

A meeting of Technical & Financial Evaluation Committee (the TFEC) for the Infrastructure Development component of the Bus Rapid Transit System (BRTS) – Yellow Line Project (the **Project**) was held under the chairmanship of the Additional Chief Secretary (Dev), P&D Department, Government of Sindh at 12:00 p.m. on Monday, 16th February, 2015 at the Committee Room of Planning & Development (P&D) Department, Government of Sindh. The Attendance Sheet is attached as **Annexure A**.

2. The Additional Chief Secretary (Dev), P&D Department, GoS welcomed the participants and requested Director, Karachi Mass Transit Cell (KMTC) to present the agenda of the meeting. The Director, KMTC, GoS inform the forum that the Transport & Mass Transit Department, GoS in collaboration with the Public Private Partnership (PPP) Unit, Finance Department, GoS has launched the Project through International Competitive Bidding (ICB) process under PPP mode. The BRTS Project is being procured as three separate components namely:

- Infrastructure Development
- Bus Operations
- Revenue Collection & Intelligent Ticketing System (ITS)

3. The TFEC was informed that the Project was launched under a two stage bidding process in accordance with the Sindh Public Procurement Rules, 2010 (the **SPPRA**) for which the second stage technical and the financial proposals were received on 2nd January, 2015 from the CUEC & UCD & BUCRBG Consortium. Moreover, based on the evaluation of the Technical Consultants and the Sub-Committee, the TFEC had unanimously declared "CUEC & UCD & BUCRBG Consortium" as technically qualified bidders. Subsequently, the TFEC opened the financial proposal and requested the Sub-Committee to evaluate the financial proposal and revert to the TFEC with its findings.

Agenda 1: **Approval of Financial Evaluation for the Stage Two Financial Proposal of the Bus Rapid Transit System (BRTS) Yellow Line Project (Infrastructure Development)**

4. The Director, KMTC informed the forum that on the direction of the TFEC, the Financial Sub-Committee requested the Advisory Consortium for the Project i.e. KPMG as Lead and Financial Advisor, NESPAK as Technical Advisory & MTC as Legal Advisors, to evaluate the financial proposal. The Director, KMTC then requested the representative of KPMG to elaborate on their findings.

5. The representative of the Advisory Consortium informed the TFEC that the financial proposal received from the bidder was carefully scrutinized and evaluated. During the evaluation, it was observed that there were certain calculations for which the Advisory Consortium would require the GoS to obtain certain clarifications from the bidder (letter is attached as **Annexure B**). In this regard, the GoS requested the bidder to provide clarifications on the financial model (letter is attached as **Annexure C**). Subsequent to which, a revised financial proposal and model (covering page is attached as **Annexure D**) were received from the bidder which adequately addressed all the clarifications sought by the Advisory Consortium. As a result, the Advisory Consortium has deemed the financial proposal to be in compliance with the Request For Proposal (RFP) of the captioned project (The letter is attached as **Annexure E**). Moreover, the Advisory Consortium recommended that the bidder may be issued the Letter of Intent (the **LoI**).

6. The Director General, PPP Unit added that the Financial Sub-Committee agreed with the recommendations of the Advisory Consortium and decided to present the findings of the Advisory Consortium to the TFEC, so that the bidder may be deemed as the Preferred Bidder and subsequently, the LoI (Draft LOI is attached as **Annexure F**) may be issued to the bidder in order to commence negotiations and finalize the concession agreement.

7. The Additional Chief Secretary (Dev), P&D Department, GoS then asked if any of the TFEC members has any query or reservation regarding the findings and recommendations of the Sub-Committee.

Decision: ***The TFEC unanimously approved the financial evaluation and recommendations of the Sub-Committee and declared the financial proposal submitted by the "CUEC & UCD & BUCRBG Consortium" as compliant and announced the CUEC & UCD & BUCRBG Consortium as the Preferred Bidder for the Project as per the RFP. Moreover, the TFEC approved the issuance of the LoI to the Preferred Bidder.***

Agenda # 2: Formation of the Negotiations Sub-Committee

7. After the CUEC & UCD & BUCRBG Consortium was deemed the Preferred Bidder, the Director, KMTC requested the Additional Chief Secretary (Dev), P&D Department, GoS to form a negotiation committee for the project. In this regard, the Additional Chief Secretary (Dev), P&D Department, GoS in consultation with the Secretary, Transport & Mass Transit Department, GoS and Director General, PPP Unit, Finance Department, GoS formed the following committee:

TFEC NEGOTIATIONS SUB-COMMITTEE

1.	Director General, PPP Unit	Chairman
2.	Senior Chief T&C, P&D Department, GoS	Member
3.	Director, KMTC	Member
4.	Director, PPP Unit, Finance Department, GoS	Member
5.	Director Legal, PPP Unit, Finance Department, GoS	Member
6.	Assistant Director, PPP Unit, Finance Department, GoS	Member
7.	Consultant of GoS on the BRTS – Yellow Line Project	Member
8.	KPMG as Lead Representative of Advisory Consortium (KPMG, NESPAK and MTC) on the BRTS – Yellow Line Project	Member

Decision: **The TFEC requested the Negotiation Sub-Committee to conduct negotiations with the bidder and revert to the TFEC with their findings.**

Agenda # 3: **Extension of Bid Submission Deadline for Revenue & ITS Component**

8. Lastly, the Director, KMTC informed the forum that the deadline to submit the technical and financial proposal for the Project is 19 February 2015. However, two of the bidders have requested an extension in the deadline for submission of technical and financial proposal (Extension requests are attached as **Annexure G**). Moreover, the representative of Advisory Consortium added that as the Revenue & ITS component of the Project is extremely technical in nature and is a new concept in Pakistan, the request for extension in the submission deadline may be approved.

Decision: ***The TFEC on the request of the bidders approved the extension of bid submission deadline for the BRTS Yellow Line (Revenue & ITS Services) by two weeks i.e. 6th March 2015.***

9. The Meeting ended with a vote of thanks.

Nominee of Law Department (not below BPS-18)	**Director General, KMTC, GoS**	**Director General, PPP Unit Finance Department, GoS**
Administrator, KMC	**Secretary, Transport & Mass Transit Department, GoS**	**Secretary, Finance Department, GoS**

Additional Chief Secretary, P&D Department, GoS

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the Concession Agreement on the negotiated terms in relation to the BRTS Yellow Line Project (Extract Draft Minutes of the PPP Policy Board Meeting attached as Annexure I.)

(ALTAF BAHMAN) BUGHIO Deputy Secretary As Nominee of Law Department (Not below BS-18)	(Muhammad Athar) Director General, Karachi Mass Transit Cell, Transport and Mass Transit Department, GoS	(Ali Sibtain) Director General, Public Private Partnership Unit, Finance Department, GoS
(MUHAMMAD ATHAR SENIOR DIRECTOR (TCD), KMC) For Administrator, Karachi Metropolitan Corporation	(Taha Farooqi) Secretary Transport and Mass Transit Department, GoS	(Sohail Rajput) Secretary Finance Department, GoS

(Muhammad Waseem)
Additional Chief Secretary
(Dev)
P & D Department, GoS

14. 2nd Stage Technical and Financial Proposal Received:

On **January 02, 2015**, Only one (01) proposal was received from consortium of M/s. CUEC, M/s. UCD & M/s. BUCRBC **(attached as Annexure F)**

15. Technical Bid Opening date: **January 02, 2015**

16. No. of Bid technically qualified in 2nd Stage RFP:

On **January 14, 2015**, based on the evaluation report **(attached as Annexure G)** of the Advisory Consortium i.e. KPMG as Lead/Financial Advisor, NESPAK as Technical Advisor, and MTC as Legal Advisor, the Technical and Financial Evaluation Committee (TFEC) declared M/s. CUEC, M/s. UCD & M/s. BUCRBC as technically qualified bidder. **(TFEC Meeting Minutes Attached as Annexure H)**

17. Financial Bid Opening date: On January 14, 2015

18. Financial Bid Evaluation: On **February 16, 2015** based on the recommendation **(attached as Annexure I)** of the Advisory Consortium i.e. KPMG as Lead/Financial Advisor, NESPAK as Technical Advisor, and MTC as Legal Advisor, the Technical and Financial Evaluation Committee (TFEC) declared M/s. CUEC, M/s. UCD & M/s. BUCRBC as financially qualified bidder. **(TFEC Meeting Minutes Attached as Annexure J)**

19. **Financial Bid Evaluation Report:** **Attached as Annexure K.** The highlights of the financial proposal are given below:

S No	*Name of Firm or Bidder*	*Cost offered by the Bidder*	*Ranking in terms of cost*	*Comparison with Estimated cost*	*Reasons for acceptance/ rejection*	*Remarks*
0	1	2	3	4	5	6
1.	Consortium of M/s. CUEC, M/s. UCD & M/s. BUCRBC.	16,173,366,525[1]	Single Bidder	22,588,623,637[2]		Qualified for negotiating the PPP agreement as allowed under section 83(2)(c) of SPPRA Rules

[1] PV of GoS outlay @ 10% (annual discounting). As per clause 1.3.8 of the RFP *"The Bidder that has submitted a responsive bid and which requires the least support from the Authority (in present value terms) shall be selected as the Preferred Bidder"*.

[2] Estimated PV of GoS outlay @ 10% (annual discounting) as prepared by the Advisory Consortium.

20. Public Private Partnership (PPP) Policy Board Approval:

On **June 15, 2015**, the PPP Policy Board decided to approve the issuance of the Letter of Acceptance to CUEC and approved the signing of the revised draft of

DGPPPU DG KMTC Advocate KMC PS

9. Pre-Qualified Bidders:	On **June 3, 2014**, based on the evaluation report **(attached as Annexure B)** of the Advisory Consortium i.e. KPMG as Lead/Financial Advisor, NESPAK as Technical Advisor, and MTC as Legal Advisor, the Technical and Financial Evaluation Committee (TFEC) Pre-Qualified the following: i. M/s. CHEC ii. M/s. CONPRO Services & IDROESSE Infrastructure M.E. Association; iii; M/s. China Railway Construction Company; iv. M/s. CUEC, M/s. UCD & M/s. BUCRBC; v. M/s. NLC Engineers/EA/ NORINCO; **(TFEC Meeting Minutes Attached as Annexure C)**
10. Non Pre-Qualified Bidders:	On **June 3, 2014**, based on the evaluation report **(attached as Annexure B)** of the Advisory Consortium i.e. KPMG as Lead/Financial Advisor, NESPAK as Technical Advisor, and MTC as Legal Advisor, the Technical and Financial Evaluation Committee (TFEC) did not Pre-Qualify the following: i. M/s. ZKB - Reliable JV; ii. M/s. Asia Pacific, M/s. Habib Construction Services Ltd & M/s. China Harzone; iii M/s. Swede-Tech International/ NAA/ BAC/ TCC/ China Harzone Industry Corp Ltd/ Asia Pacific; **(TFEC Meeting Minutes Attached as Annexure C),**
11. 1st Stage RFP Issued:	On **June 17, 2014**, to all Pre-Qualified Bidders i.e. i. M/s. CHEC ii. M/s. CONPRO Services & IDROESSE Infrastructure M.E. Association; iii; M/s. China Railway Construction Company; iv. M/s. CUEC, M/s. UCD & M/s. BUCRBC; v. M/s. NLC Engineers/EA/ NORINCO;
12. 1st Stage Technical Proposals Received:	On **August 21, 2014 (TFEC Meeting Minutes Attached as Annexure D)**, from the following bidders: i. M/s. CHEC ii. M/s. China Railway Construction Company; iii; M/s. CUEC, M/s. UCD & M/s. BUCRBC; iv. M/s. NLC Engineers/EA/ NORINCO;
13. 2nd Stage RFP Issued:	On **October 15, 2014 (TFEC Meeting Minutes Attached as Annexure E)**, to the following bidders: i. M/s. CHEC ii. M/s. China Railway Construction Company; iii; M/s. CUEC, M/s. UCD & M/s. BUCRBC; iv. M/s. NLC Engineers/EA/ NORINCO;

DG, KMTC

F.S

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Bid Evaluation Report

1. Name of Procuring Agency:	Transport and Mass Transit Department, Government of Sindh
2. Tender Reference No:	*INF/KRY/1870/13)*
3. Tender Description/Name of work/item:	**Bus Rapid Transit System (BRTS) – Yellow Line (Infrastructure Development) Project** – The Transport and Mass Transit Department, Government of Sindh in assistance with the Public Private Partnership (PPP) Unit, Finance Department, Government of Sindh intends to provide a fast and efficient transport system to the people of Karachi.
4. Method of Procurement:	Design, Finance, Build, Operate and Transfer (DFBOT) under Public Private Partnership (PPP) Mode through International Competitive Bidding (ICB) Process
5. Tender Published:	*Published in following four National Newspapers on 1st January 2014:* *1. Daily Dawn* *2. Daily Kawish* *3. Daily Business Recorder* *4. Daily Jang* *Published in following International Newspaper on 10th January 2014:* *1. Gulf News*
6. Pre-Qualification documents Issued:	The Pre-Qualification Documents were made available free of cost to all interested firms/consortiums
7. Pre-Qualification documents Received:	i. M/s. CONPRO Services & IDROESSE Infrastructure M.E. Association; ii. M/s. NLC Engineers/EA/ NORINCO; iii M/s. CHEC; iv. M/s. ZKB - Reliable JV; v. M/s. Asia Pacific, M/s. Habib Construction Services Ltd & M/s. China Harzone; vi. M/s. CUEC, M/s. UCD & M/s. BUCRBC; vii. M/s. China Railway Construction Company; viii. M/s. Swedc-Tech International/ NAA/ BAC/ TCC/ China Harzone Industry Corp Ltd/ Asia Pacific;
8. Pre-Qualification Bid Opening date:	On March 20, 2014 (TFEC Meeting Minutes Attached as Annexure A)

DS, MTE

DG, PPP Unit

FS

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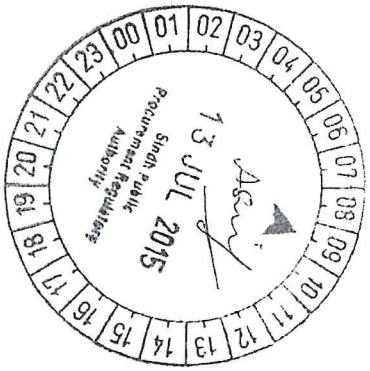
No. KMTC/TMTD/BRTS/YL/2015/157
GOVERNMENT OF SINDH
TRANSPORT & MASS TRANSIT
DEPARTMENT
Dated: 09-07-2015

Tele. 021-99211017
Fax. 021-99211298



The Managing Director
Sindh Public Procurement Regulatory Authority,
Government of Sindh,
Karachi.

Subject: BID EVALUATION REPORT OF BUS RAPID TRANSIT (BRTS) – YELLOW LINE (INFRASTRUCTURE DEVELOPMENT) PROJECT PURSUANT TO SECTION 45 OF THE SINDH PUBLIC PROCUREMENT RULES, 2010

Dear Sir,

This is with reference to section 45 of the Sindh Public Procurement (SPP) Rules, 2010, and as amended from time to time, which states:

> *"Procuring agencies shall announce the results of bid evaluation in the form of a report giving reasons for acceptance or rejection of bids. The report shall be hoisted on website of the Authority [SPPRA] and that of the procuring agency if its website exists and intimated to all bidders at least seven (07) days prior to the award of contract"*

2. In lieu of the above, the bid evaluation report form for the BRTS Yellow Line (Infrastructure Development Component) Project is attached herewith along with the relevant annexes for hoisting on SPPRA Website.

Encl:
Original Bid Evaluation report

FAZAL KARIM KHATRI
DIRECTOR (P&C)

Copy to:
(i) Director General, KMTC, TMTD, Government of Sindh.
(ii) PS to Secretary, Transport & Mass Transit Deptt., Government of Sindh.
(iii) P.S. to Secretary, Finance Department, Government of Sindh.
(iv) P.S. to Director General, PPP Unit, Finance Department, Government of Sindh.

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4) Experience for Bus operation and Operating Maintenance facility as per Criteria given in Clause 3.4.2 of RFP (contd.)

S. No.	NAME OF BIDDER	Experience of operating maintenance facility for a fleet of at least 5 standard buses through a contract/concession/license during the last 7 years by firm(s)/consortia. 4 points ,for maintenance depot catering to 5 buses. 3 points for every 10 buses increase 15 points,for 50 or more buses.		
		Contract Detail	Max. Point	Points Obtained
1	Daewoo Pakistan Bus Services Ltd.	Operations, Management & Maintenance of 67 Air-conditions Buses at different route within Lahore.	15	14
2	M/s Rehman Coach Services IN Association with M/s ACS Ltd & M/s Tracking World (Pvt.) Ltd	Operations,Management & Maintenance of 25 CNG Bus Route 3 at different route within Karach.	15	15
		Starline coach services consist of 100 air-conditioned coaches from Metroville III to Naval colony, within Karachi.		

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4) Experience for Bus operation and Operating Maintenance facility as per Criteria given in Clause 3.4.2 of RFP (contd.)

S. No.	NAME OF BIDDER	Minimum Required Points	Total Points obtained	Result
			(i + ii)	
1	Daewoo Pakistan Bus Services Ltd.	18	28	Qualified
2	M/s Rehman Coach Services IN Association with M/s ACS Ltd & M/s Tracking World (Pvt.) Ltd	18	30	Qualified

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5) Personnel Capabilities for Firms as per Criteria given in Clause 3.4.2 of RFP

S No.	Description	Financial Expert (Must hold a CA/ACCA/MBA qualification) (1)					Operation Manager (Must have a degree in Business Administration (2)				
		Total Work Experience (Years)	Year	Points		Total Points obtained	Total Work Experience (Years)	Year	Points		Total Points obtained
			> 20	4				> 20	2		
			16 - 20	3				10 - 20	1		
			10 - 15	2				< 10	0		
			< 10	0							
		Specific Experience (Years)	> 5	2			Specific Experience (Years)	> 15	2		
			2 - 5	1				10 - 15	1		
			< 2	0				< 10	0		
		Total Work Experience (Years)	Specific Work Experience Years				Work Experience Years	Specific Work Experience Years			
		Max Points. 4	Max Points 2				Max Points. 2	Max Points. 2			
		Exp(yrs)	Points	Exp(yrs)	Points	Points	Exp(yrs)	Points	Exp(yrs)	Points	
1	Daewoo Pakistan Express Bus Services Ltd..	14	2	14	2	4	0	0	0.00	0	0
2	Consortium of M/s Rehman Coach Services, M/s ACS Ltd & M/s Tracking World (Pvt.) Ltd	14	2	14	2	4	0	0	0.00	0	0

5) Personnel Capabilities for Firms as per Criteria given in Clause 3.4.2 of RFP (contd.)

Maintenance and Repair Manager (Must have an University Engineering degree in Mechanical) (3)					Bus Scheduling Manager (4)					Automobile Engineer(Must have an University Engineering Degree in Automobile/Mechanical) (5)				
Total Work Experience (Years)		Year	Points	Total Points obtained	Total Work Experience (Years)		Year	Points	Total Points obtained	Total Work Experience (Years)		Year	Points	Total Points obtained
		> 15	2				> 15	2				> 20	4	
		11 - 15	1				10 - 15	1				15 - 20	3	
		< 10	0				< 10	0				10 - 15	2	
												< 10	1	
Specific Experience (Years)		> 10	2		Specific Experience		> 10	2		Specific Experience (Years)		> 15	3	
		5 - 10	1				5 -10	1				10 - 15	2	
		< 5	0				< 5	0				< 10	0	
Work Experience Years		Specific Work Experience Years			Work Experience Years		Specific Work Experience Years			Work Experience Years		Specific Work Experience Years		
Max Points. 2		Max Points. 2			Max Points. 2		Max Points. 2			Max Points. 4		Max Points. 3		
Exp(yrs)	Points	Exp(yrs)	Points		Exp(yrs)	Points	Exp(yrs)	Points		Exp(yrs)	Points	Exp(yrs)	Points	
0	0	0	0	0	10	1	10	1	2	27	4	27	3	7
25	2	25	2	4	25	2	25	2	4	0	0	0	0	0

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5) Personnel Capabilities for Firms as per Criteria given in Clause 3.4.2 of RFP (contd.)

S No.	Description	Min Points Required	Total Points Obtained (1+2+3+4+5+6)	Result
1	Daewoo Pakistan Express Bus Services Ltd..	12	13	Qualified
2	M/s Rehman Coach Services IN Association with M/s ACS Ltd & M/s Tracking World (Pvt.) Ltd		12	Qualified

(9)

6) Work Methodology is as per criteria given in Clause 3.4.3 of RFP

S. No	NAME OF BIDDER	Financing Plan		Procedure for finalization of bus requirements and specifications		Procurement schedule for buses		Procurement schedule for equipment for depot	
		Points Allocated	Points Obtained	Points Allocated	Points Obtained	Points Allocated	Points Obtained	Points Allocated	Points Obtained
1	Daewoo Pakistan Express Bus Services Ltd.	4	4	2	2	2	2	2	2
2	M/s Rehman Coach Services IN Association with M/s ACS Ltd & M/s Tracking World (Pvt.) Ltd	4	3	2	2	2	2	2	0

Depot operations and Management Program		Coordination Methodology with Fare Collector/ITS party for installation of ITS equipment inside buses		Coordination Methodology with Infrastructure Developer		Submission of Operations and maintenance manual		Submission of Vehicle Inspection & Testing Program	
Points Allocated	Points Obtained	Points Allocated	Points Obtained	Points Allocated	Points Obtained	Points Allocated	Points Obtained	Points Allocated	Points Obtained
2	1.5	1	1	1	1	3	2	3	3
2	1.5	1	1	1	0	3	2.5	3	3

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6) Work Methodology is as per criteria given in Clause 3.4.3 of RFP (contd.)

S. No	NAME OF BIDDER	Min Points Required	Maximum Points	Total Points Obtained	Result
1	Daewoo Pakistan Express Bus Services Ltd.	12	20	18.5	Qualified
2	CM/s Rehman Coach Services IN Association with M/s ACS Ltd & M/s Tracking World (Pvt.) Ltd			15	Qualified

Summary of Points obtained by firms as per Criteria given in Clause 3.4.1 of RFP

S No.	Description	Financial Capability	Experience	Personnel Capability	Work Methodology	Required Overall Minimum Points	Total Points Obtained	Result
		Required Min 18 Points	Required Min 18 Points	Required Min 12 Points	Required Min 12 Points			
		Points Obtained						
1	Daewoo Pakistan Express Bus Services Ltd.	30	28	13	18.5	75	90	QUALIFIED
2	M/s Rehman Coach Services IN Association with M/s ACS Ltd & M/s Tracking World (Pvt.) Ltd	25	30	12	15		82	QUALIFIED

2) Initial Scrutiny as per Criteria given in Clause 3.3 of RFP

S. No	NAME OF BIDDER	Must have registration with Income Tax and Sales Tax department of Government of Pakistan for local bidders. Foreign bidders should have registration with their own countries Income tax and sales tax department.	Result
1	Daewoo Pakistan Express Bus Services Ltd.	PROVIDED	Qualified
2	M/s Rehman Coach Services IN Association with M/s ACS Ltd & M/s Tracking World (Pvt.) Ltd	PROVIDED	Qualified

NO: FD: PPPU/BRTS (2014)/TFEC-RFP1/10
GOVERNMENT OF SINDH
Karachi, Dated the 22nd August, 2014

Minutes of Technical and Financial Evaluation Committee (TFEC) Meeting on Bus Rapid Transit System – Yellow Line Project

A meeting of Technical & Financial Evaluation Committee (the **TFEC**) for the Bus Rapid Transit System (BRTS) – Yellow Line Project (the **Project**) was held under the chairmanship of the Additional Chief Secretary (Dev), P&D Department, Government of Sindh at 02:00 p.m. on Thursday, 21st August, 2014 at the Committee Room of Planning & Development (P&D) Department, Government of Sindh. The attendance sheet is attached as '**Annexure A**')

2. The Additional Chief Secretary (Dev), P&D Department, GoS welcomed the participants and requested the Director, Karachi Mass Transit Cell (KMTC) to present the agenda. The Director, KMTC informed the forum that the Transport & Mass Transit Department in collaboration with the Public Private Partnership (PPP) Unit has launched the Project through International Competitive Bidding (ICB) process under the PPP mode. The Director, KMTC further informed the forum that the Project is being procured as three separate components namely:

- Infrastructure Development
- Bus Operations Services
- Revenue Collection & Intelligent Ticketing System (ITS)

3. The TFEC was informed that the Project was launched under a two stage bidding process in accordance with the Sindh Public Procurement Rules, 2010 (the **SPPRA**) for which in the first stage request for proposal and the bidding documents (the **RFP**) were issued on 17th June 2014 whereas the deadline to submit the RFP was August 7, 2014. However, the deadline was subsequently extended to August 21, 2014 on the request of the bidders (TFEC minutes attached as **Annexure B**).

AGENDA # 1: OPENING OF TECHNICAL PROPOSALS FOR 1ST STAGE RFP

4. The Director, KMTC further informed the forum that the meeting has been convened to open the technical proposals received in pursuant to the RFP for the three aforementioned components of the Project. The technical proposals for the captioned project were received from the following bidders on August 21, 2015:

BIDDERS FOR BRTS – YELLOW LINE

S#	INFRASTRUCTURE	BUS OPERATION	REVENUE & ITS
1.	CUEC Consortium	CUEC Consortium	CUEC Consortium
2.	China Railway	Daewoo Pakistan	Map Out Daewoo
3.	China Harbour	Rehman Coach Service	ACS Consortium
4.	NLC Engineers		Pak Ortana JV

5. The name of the bidders who had submitted the bid were read aloud to the forum and the sealed technical proposals were shown to the participants. After satisfaction of the forum, the technical proposal was opened in front of the TFEC and representative of the bidder (as per the Sindh Public Procurement Rule # 41). The TFEC then singed the first page of the technical proposal.

Annexure 'C'

Pre-Qualification Evaluation Report

BUS RAPID TRANSIT SYSTEM - BRTS - YELLOW LINE

In order to qualify a firm must qualify in both technical and financial components

OVERALL SUMMARY

Infrastructure

S.No.	Name of Company	Technical Remarks	Financial Remarks
1	M/s. CHEC	Pre-qualified	Pre-qualified
2	CONPRO Services & IDROESSE Infrastructure	Pre-qualified	Pre-qualified
3	M/s. China Railway Construction Company	Pre-qualified	Pre-qualified
4	CUEC (Financial), UCD (Design) & BUCRBC (Execution)	Pre-qualified	Pre-qualified
5	M/s. NLC Engineers	Pre-qualified	Pre-qualified
6	ZKB - Reliable JV	Not - Pre-qualified	Pre-qualified
7	Swede-Tech International/ NAV BAC/ China Harzone Industry Corp Ltd/ Asia Pacific	Not - Pre-qualified	Not - Pre-qualified
8	Asia Pacific / China Harzone / Habib Construction	Not - Pre-qualified	Not - Pre-qualified

Bus Operation Services

S.No.	Name of Company	Technical Remarks	Financial Remarks
1	CUEC & UCD & BUCRBG	Pre-qualified	Pre-qualified
2	M/s. Rehman Coach Service, M/s. ACS Ltd & M/s. Tracking World (Pvt.) Ltd	Pre-qualified	Pre-qualified
3	Daewoo Pakistan Express Bus Service Ltd	Pre-qualified	Pre-qualified
4	Platform Turizm	Pre-qualified	Pre-qualified
5	SERCO Limited	Pre-qualified	Pre-qualified
6	Swede-Tech International & Swede-Bus Pakistan (Pvt.) ltd	Not - Pre-qualified	Pre-qualified
7	Panda Environment Lahore & HENGHENG SHIYEYOU XIANGONGSI	Not - Pre-qualified	Not - Pre-qualified

Revenue (Fare & Non-Fare) & ITS Services

S.No.	Name of Company	Technical Remarks	Financial Remarks
1	Advances Card Systems & Rehman Coach Service	Pre-qualified	Pre-qualified
2	CUEC & UCD & BUCRBG	Pre-qualified	Pre-qualified
3	Inbox Business & Kentkart Technologies (Pvt.) Ltd	Pre-qualified	Pre-qualified
4	M/s. TRAM & TolLink JV	Pre-qualified	Pre-qualified
5	M/s MAPOUT & Daewoo Industry Co. Ltd	Pre-qualified	Pre-qualified
6	PAK - ORTANA JV (Urban Sector Planning and Management Services Unit Pvt. Ltd and Ortana Elektronic)	Pre-qualified	Pre-qualified
7	Swede-Tech International M/s Swede Bus & M/s Energy International-Transportation UAE	Not - Pre-qualified	Pre-qualified

	Name of Company / consortium	Audited Financial Statements 2010		2011		2012		2013				
		Turnover	Net Worth	Turnover	Net Worth	Turnover	Net Worth	Turnover	Net Worth	Turnover	Net Worth	
		PKR m	PKR m	PKR m	PKR m	PKR m	PKR m	PKR m	PKR m	3 Years Avg. >= PKR 10m	3 Years Avg. >= PKR 10m	
1	Swede-Tech International, M/s. Swede Bus & M/s. Energy International-Transportation UAE											Yes
a	Indra Sistemas, S.A	288,910	114,570	323,010	128,219	353,132	169,257			321,684	137,349	
2	CUEC & UCD & BUCRBG	Provided same as in Infra										Yes
3	Advanced Card Systems Consortium	1,027	630	1,303	698	1,937	964	2,544	1,308	1,422	764	Yes
4	Inbox Business & Kentkart Technologies (Pvt.) Ltd											Yes
a	Inbox Business	2,458	448	2,537	556	6,648	642	Not provided		3,881	549	
b	Kentkart Technologies (Pvt.) Ltd	Not provided		Not provided		Not provided		Not provided				
5	M/s. TRAM & TolLink JV									692	262	Yes
a	TRAM	Not provided		227	91	227	91	260	92	238	91	
b	TolLink	Yes		457	178	457	178	446	155	454	171	
6	M/s. MAPOUT & Daewoo Industry Co. Ltd									171	40	Yes
a	MAPOUT	49	13	125	24	180	38	208	58	171	40	
b	Daewoo Industry	1,187,292	117,084	1,517,449	148,989	1,457,910	181,634	Not provided				
7	PAK - ORTANA JV									257	106	Yes
a	Urban Unit	Yes		98	123	105	141	569	52	257	106	
b	ORTANA							Not provided				

BUS RAPID TRANSIT SYSTEM - BRTS - YELLOW LINE
PREQUALIFICATION REPORT

Evaluation of 'Technical Capabilities' for Revenue Collection and ITS Services

S. No.	Name of Company	JV Agreement / Consortium Agreement	Lead Partner Nomination	Roles & Responsibility of each Partner Consortium	Letter of Association for Consortium	History of Litigation and Blacklisting	Experience		Remarks
		6.1.1 (b)	6.1.1 (c)	6.1.1 (d)	6.1.1 (e)		Operating at least 02 fare/ toll collection projects in past 07 Yrs	At least 01 project involving O & M of Passenger Information System, Bus Scheduling and Dispatch System, Automatic fare	
1	Advances Card Systems &	Provided	Provided	Provided	Provided	Provided	Provided	Provided	- References/ Completion Certificates of each project experience submitted
2	CUEC & UCD & BUCRBG	Provided	Provided	Provided	Provided	Document provided - but not on stamp paper	Provided	Provided	- References/ Completion Certificates of each project experience submitted in Chinese language.
3	Inbox Business & Kentkart Technologies	Not Provided	Provided	Provided	Provided	Provided	Provided	Provided	- References/ Completion Certificates of each project experience submitted
4	M/s. TRAM & TolLink JV	Provided	Provided	Provided	Provided	Provided	Provided	Provided	- References/ Completion Certificates of each project experience submitted
5	M/s. MAPOUT & Daewoo Industry Co. Ltd	Provided	Provided	Provided	Provided	Affidavit by only M/s. MAPOUT provided - other	Provided	Provided	- References/ Completion Certificates of each project experience submitted
6	Swede-Tech International, M/s. Swede Bus & M/s. Energy International-Transportation UAE (Not responsive)	Consortium agreement with Swede-Tech Inernational, Boma-Inspasa, Indra Sistemas, Transports Ciutat Comptal, Barcelona Export Group.	Provided	Provided	Letter Provided but does not include M/s. Energy International-Transportation UAE Not Clearly defined	Affidavit by Swede Tech International provided only - other firms may be asked to provide Affidavits seperately	No Details	No Details	- A consortium letter between M/s Swede-Bus and M/s. Swede-Tech has been provided with no Clear nomination of Lead partner - and it does not mention any association with M/s Energy International -Transportation UAE. - History of Litigation and Blacklisting provided on stamp paper states that M/s. Swede Tech is the LEAD MEMBER of the whole Consortium for the subject works. - References/ Completion Certificates of each project experience submitted not provided by the applicant
7	PAK - ORTANA JV (Urban Sector Planning and Management Services Unit Pvt	Provided	Provided	Provided	Not Applicable	Affidavit by only M/s. USPMSU provided - other firms to provide Affidavits seperately	Provided	Provided	- References/ Completion Certificates of each project experience submitted not provided by the applicant

Name of Company / consortium		Audited Financial Statements 2010		2011		2012		2013				
		Turnover	Net Worth	Turnover	Net Worth	Turnover	Net Worth	Turnover	Net Worth	Turnover	Net Worth	
		PKR m	PKR m	PKR m	PKR m	PKR m	PKR m	PKR m	PKR m	3 Years Avg. >= PKR 25m	3 Years Avg. >= PKR 40m	
1	Swede-Tech International & Swede-Bus Pakistan (Pvt.) ltd											Yes
a	Transports Ciutat Comtal, S.A.	2,676	1,421	2,834	1,753	2,825	1,501			2,778	1,558	
b	Ascenda											
2	CUEC & UCD & BUCRBG	Provided same as in Infra										Yes
3	ACS Ltd & Rehman Coach Service									1,703	900	Yes
a	ACS Ltd	1,027	630	1,303	698	1,937	964	2,544	1,308	1,703	900	
b	Tracking World Pvt. Ltd.	Not provided		Not provided		Yes		Not provided				
4	Daewoo Bus Service Ltd	3,840	2,800	4,874	2,922	5,491	2,568	Not provided		4,735	2,764	Yes
5	Platform Turizm	Not provided		Not provided		53.25	(8.32)	800	199	427	95	Yes
6	SERCO UAE	522,580	91,103	6,424	138,976	727,319	167,122	Not provided		418,774	132,400	Yes
7	Panda Environment Lahore & HENGHENG SHIYEYOU XIANGONGSI	Not provided										No Financials were provided

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BUS RAPID TRANSIT SYSTEM - BRTS - YELLOW LINE
PREQUALIFICATION REPORT

Evaluation of 'Technical Capabilities' for Bus Operation Services

S. No.	Name of Company	JV Agreement / Consortium Agreement	Lead Partner Nomination	Roles & Responsibility of each Partner Consortium	Letter of Association for Consortium	History of Litigation and Blacklisting	Experience		Remarks
		6.1.1 (b)	6.1.1 (c)	6.1.1 (d)	6.1.1 (e)		Operating 20 or more Standard buses in past 07 Yrs through a Contract/ Concession/ License	O & M Facility for a fleet of at least 05 Standard Buses in past 07 Yrs	
1	CUEC & UCD & BUCRBG	Provided	Provided	Provided	Provided	Document provided for consortium but not on stamp paper	Provided	Provided	- References/ Completion Certificates of each project experience submitted in Chinese language
2	M/s. Rehman Coach Service, M/s. ACS Ltd & M/s.	Provided	Provided	Provided	Provided	Provided	Provided	Provided	- References/ Completion Certificates of each project experience submitted
3	Daewoo Pakistan Express Bus Service Ltd	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Provided	Provided	Provided	- References/ Completion Certificates of each project experience submitted
4	Platform Turizm	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Provided	Provided	Provided	- References/ Completion Certificates of each project experience submitted
5	Swede-Tech International, Swede-Bus Pakistan (Pvt.) Ltd and Higer Bus Company Limited (Not pre-qualified)	Consortium agreement with Swede-Tech International, Boma-Inspasa, Indra Sistemas, Transports Ciutat Comptal, Barcelona Export Group.	Provided	Not Provided	Not clearly defined	Affidavit by Swede Tech International provided only - other firms should also provide Affidavits seperately	No details provided		- No details have been provided for experience requirements. Some agreements are given which were held more than 07 years ago. - An Association letter between M/s Swede Bus and M/s. Swede-Tech has been provided with no Clear nomination of Lead partner - Another Association letter between M/s. Swede Tech international company and M/s Higer Bus Company Ltd has also submitted stating M/s. Swede Tech international being the lead and local partner - Above two letter has different companies name M/s. Swede Tech and M/s. Swede Tech international company. - References/ Completion Certificates of each project experience submitted not provided by the applicant. - An Affidavit has been provided by M/s Swede Tech stating that they are the parent company of M/s. NAA & M/s. BAC. No where in the prequalification submitted M/s. NAA involvement is mentioned
6	SERCO Limited	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Document provided but not on stamp paper	Provided	Provided	- References/ Completion Certificates of each project experience submitted not provided by the applicant
7	Panda Environment Upgrader & fleet operators & HENGHENG SHIYEYOU XIANGONGSI (Not pre-qualified)	Not Provided	Not Provided	Not Provided	Not Provided	Affidavit by M/s panda Environment provided only - other firms may be asked to provide Affidavits seperately	Not clearly defined	Not clearly defined	- No consortium letter has been provided and no clear evidence of lead partner for responsibilities of each member of the consortium - References/ Completion Certificates of each project experience submitted not provided by the applicant

	Name of Company / consortium	Audited Financial Statements 2010		2011		2012		2013					
		Turnover	Net Worth	Turnover	Net Worth	Turnover	Net Worth	Turnover	Net Worth	Turnover	Net Worth		
		PKR m	PKR m	PKR m	PKR m	PKR m	PKR m	PKR m	PKR m	3 Years Avg. >= PKR 500m	3 Years Avg. >= PKR 500m	Qualifed?	Comments
1	Swede-Tech International/ NAA/ BAC/ China Harzone Industry Corp Ltd/ Asia Pacific									806	18.501		
a	Swede-Tech	Not provided											
b	NAA	-	1	16.23	5.31	23.98	10.85	Not provided		13	6		
c	BOMA INPASA BAC	Not provided		1,091.82	36,440.82	1,286.02	550.41	Not provided		793	12.330		
d	China Harzone Industry Corp Ltd (Hubei Hauzhou Industry Co. Ltd.)	9,385.52	4,125.42	12,355.43	7,372.37	Not provided		Not provided					
e	Asia Pacific	Not provided		Not provided		Not provided		Not provided					
2	CUEC (Financial), UCD (Design) & BUCRBC (Execution)									104.307	11.074	Yes	
a	CUEC	23,356	2,918	26,942	3,335	28,185	4.162	Not provided		26.161	3 472		
b	UCD	12,656	2,073	10,846	2,380	12,374	2,965	Not provided		11 959	2.473		
c	BUCRBC	43,934	3,836	72,045	5.418	82,583	6.134	Not provided		66.187	5.129		
3	NLC Engineers/ EA/ NORINCO									26.589	13,485	Yes, but see comments	
a	NLC Engineers	29,268	10,640	25,068	13,389	25,431.88	16,427.36	Not provided		26 589	13.485		
b	EA	Not provided		Not provided		Not provided		Not provided					
c	NORINCO	Not provided		Not provided		Not provided		Not provided					
4	CONPRO Services & IDROESSE Infrastructure M.E. JV									1,837	1,491	Yes	
a	CONPRO	1,225	828	885	946	907	960	Not provided		1,006	911		
b	IDROESSE	1,444	663	1,049	690	0	386	Not provided		831	580		
5	CHEC	189,782	45,478	251,300	12,630	329,368	83,557	Not provided		256,817	47,222	Yes	
6	ZKB - Reliable JV									8,077	4,378	Yes	
a	ZKB	6,139	4,003	6,879	4,204	10,498	4,757	Not provided		7,839	4,321		
b	Reliable	Not provided		36	44	441	69	93.64	80.81	239	56		
7	Asia Pacific / China Harzone / Habib Construction	Not provided		Not provided		Not provided		Not provided				No	
8	China Railway Construction Company	5,738,518	732,267	6,105,786	877,338	7,162,556	1,084,475	Not provided		6,335,620	898,027	Yes	

BUS RAPID TRANSIT SYSTEM - BRTS - YELLOW LINE
PREQUALIFICATION REPORT

Evaluation of 'Technical Capabilities' for Infrastructure Development

S. No.	Name of Company	Joint Venture / Consortium Agreement	Lead Partner Nomination	Roles & Responsibility of each Partner Consortium	Letter of Association for Consortium	PEC Registration/ Registration with respective country's council	Resume (Concessionaire Director and Design Build Project Director)	03 Civil Engineers of 05 Yrs Experience	History of Litigation and Blacklisting	Experience & At least 03 Infrastructure Projects (Roads, Bridges, Civil Works) for each of the following category having project cost of at least Rs. 1,000 Million: i. Design ii. Construction iii. Operations & Maintenance	Remarks
		6.1.1 (b)	6.1.1 (c)	6.1.1 (d)	6.1.1 (e)	6.1.1 (f)	6.1.2	5.1		5.1	
6	CUEC (Financial), UCD (Design) & BUCRBC (Execution)	Provided	Provided	Provided	Provided	Chinese License	CVs Provided	CVs Provided	Affidavit Provided - Not on stamp paper	Design: 03 Projects Construction: 03 Projects Provided O & M: 03 Projects Provided	- Completion certificate is in Chinese language.
7	M/s. China Railway Construction Company	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Chinese License	CVs Provided	CVs Provided	Affidavit Provided	Design: 03 Projects Construction: 03 Projects Provided O & M: 02 Projects Provided	- The Contractor has not submitted the required number of O & M Projects Experience.
8	M/s. Swede-Tech International/ NAA/ BAC/ TCC/ China Harzone Industry Corp Ltd/ Asia Pacific	Not Provided	Provided	Provided	Not Provided - M/s. TCC has been introduced as another Consortium member	Available for M/s. NAA only	Concessionaire Director: CV Not Provided Design Build Proj Director: CV Not Provided	CVs Provided	Affidavit by Swede Tech International provided only - other firms may be asked to provide Affidavits seperately	Not provided. (Have Provided, 01 Project for Design, 03 of Construction and 03 of O & M, but for a consortium member whose JV / MOU not Verification of Projects (Workorder / Completion Certificate) are not provided.	- This resubmission includes another company named M/s. TCC which was not part of the consortium stated in the original submission. No Consortium agreement letter provided - Consortium letter from M/s. China Harzone, M/s. NAA and M/s Asia Pacific is provided - M/s. NAA Lead Partner nominated * - Another Consortium between M/s. Swede Tech and M/s. NAA also submitted - History of Litigation and Blacklisting provided on stamp paper states that M/s. Swede Tech is the LEAD MEMBER of the whole Consortium for the subject works - M/s. BAC has submitted a willingness to work with M/s. Swede Tech for this project but No consortium letter has been submitted - M/s. Swede Tech has submitted an Affidavit; stating that they are the parent company of M/s. NAA and M/s. BAC - The Contractor has not submitted the required number of Design Projects Experience - Some Documents are not in English Language. - References/ Completion Certificates of each project experience submitted not provided by the applicant

* M/s Asia Pacific and China Harzone have submitted RFQ Documents with M/s Habib Construction and are also part of the consortium of M/s Swede Tech/ NAA/ BAC participating in this Pre-Qua- that is

BUS RAPID TRANSIT SYSTEM - BRTS - YELLOW LINE
PREQUALIFICATION REPORT

Evaluation of 'Technical Capabilities' for Infrastructure Development

S. No.	Name of Company	Joint Venture / Consortium Agreement	Lead Partner Nomination	Roles & Responsibility of each Partner Consortium	Letter of Association for Consortium	PEC Registration/ Registration with respective country's council	Resume (Concessionaire Director and Design Build Project Director)	03 Civil Engineers of 05 Yrs Experience	History of Litigation and Blacklisting	Experience & At least 03 Infrastructure Projects (Roads, Bridges, Civil Works) for each of the following category having project cost of at least Rs. 1,000 Million: i. Design ii. Construction iii. Operations & Maintenance	Remarks
		6.1.1 (b)	6.1.1 (c)	6.1.1 (d)	6.1.1 (e)	6.1.1 (f)	6.1.2	5.1		5.1	
1	CONPRO Services & IDROESSE Infrastructure M.E. Association	Provided	Provided	Provided	Provided	Provided	CVs Provided	CVs Provided	Affidavits Provided	Design: 03 Projects Provided Construction: 03 Projects Provided O & M: 01 Projects Provided	- The Contractor has not submitted the required number of O & M Projects Experience
2	M/s. NLC Engineers	Provided	Provided	Provided	Not Applicable	Provided	Concessionaire Director: CV Design Build Proj Director: CV Not Provided	CVs Provided	Affidavit Provided	Design: 03 Projects Construction: 03 Projects Provided O & M: 01 Project Provided	- Design Build Proj Director: CV Not Provided - O & M: 01 Project Provided only. - References/ Completion Certificates of each project experience submitted
3	M/s. CHEC	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Chinese License and previously held PEC Licences	Concessionaire Director: CV Provided Design Build Proj Director: CV Provided	CVs Provided	Affidavit Provided	Design: 03 Projects Provided Construction: 03 Projects Provided O & M: 03 Projects Provided	- References/ Completion Certificates of each project experience submitted
4	ZKB - Reliable JV	Provided	Provided	Not Applicable	Not Applicable	Provided	Concessionaire Director: CV Not Provided Design Build Proj Director: CV Not Provided	CVs Provided	Combined Affidavit for the JV Provided - Not on stamp paper	Design: No Projects provided Construction & Maintenance : 03 Projects Provided Operation : No Projects Provided	- References/ Completion Certificates of each project experience submitted not provided by the applicant
5	Consortium of M/s, Asia Pacific, M/s. Habib Construction Svcs Ltd & M/s. China Harzone	Not Provided	Provided	Not Provided	Provided	Not Provided	Concessionaire Director: CV Not Provided Design Build Proj Director: CV Not Provided	CVs Not Provided	Not Provided	Design: No Projects Details Provided Construction: No Projects Details Provided O & M: No Projects Details Provided	- M/s Asia Pacific and China Harzone are both members of this consortium. They are also part of the consortium of M/s Swede Tech/ NAA participating in this Pre-Qualification. - M/s. China Harzone, Lead partner, through a letter on April 09, 14 stating that this consortium has only applied for the subject project. Any other submission from these companies for the subject project has not been authorized by their group. - M/s. Habib Construction documents are not available for evaluation - References/ Completion Certificates of each project experience submitted not provided by the applicant

Overall Summary - ITS

Revenue (Fare & Non-Fare) ITS Services			
S.No	Name of Company	Technical Remarks	Financial Remarks
1	Advanced Card Systems & Rehman Coach Service	Pre-qualified	Pre-qualified
2	CUEC & UCD & BUCRBG	Pre-qualified	Pre-qualified
3	Indus Business & Kentkart Technologies (Pvt.) Ltd	Pre-qualified	Pre-qualified
4	M/s TRAM & TolLine JV	Pre-qualified	Pre-qualified
5	M/s VARDUT & Daewoo Industry Co. Ltd	Pre-qualified	Pre-qualified
6	PAK - ORTANA JV (Urban Sector Planning and Management Services Unit Pvt. Ltd and Orbis Electronic)	Pre-qualified	Pre-qualified
7	Swede-Tech International, M/s. Swede Bus & M/s. Energy International Transportation UAE	Pre-qualified	Pre-qualified

Decision

- *The TFEC is requested to approve the Recommendations of the Sub-Committee on Pre-Qualification Documents of BRTS Yellow Line project*
- *Moreover, permission of TFEC is requested to permit the launch the Request for Proposal (RFP) and Bidding documents of the BRTS - Yellow Line project*

Eligibility Criteria – Revenue & ITS

- *In terms of the RFQ, inter alia, the following experience and performance criteria was adopted to determine technical eligibility:*

- *Technical Eligibility*

  - *Operating at least 02 fare/ toll collection projects in past 07 years*

  - *At least 01 project involving O & M of Passenger Information System, Bus Scheduling and Dispatch System, Automatic fare Collection System, etc. in past 10 years*

- *Financial Eligibility*

  - *Annual turnover and the net-worth of the prospective bidder should be over PKR 500 million for over three years.*

Detailed Evaluations

- *After reviewing all the prequalification applications received from all the prospective bidders with collaboration of NESPAK, KPMG and MTC Law it was observed that there were certain shortcoming in the proposals submitted by all the prospective bidders.*

- *In the interest of the project all the bidders were requested to furnish the missing / incomplete information by May 05, 2014.*

- *With the help of the consultants the sub-committee constituted by the TFEC has now reviewed the revised information /documents provided by the prospective bidders and put forward their recommendations before the TFEC*

Overall Summary - Infrastructure

OVERALL SUMMARY			
Infrastructure			
		Technical	Financial
S No	Name of Company	Remarks	Remarks
1	M/s. CHEC	Pre-qualified	Pre-qualified
2	CONPRO Services & IDROESSE Infrastructure	Pre-qualified	Pre-qualified
3	M/s. China Railway Construction Company	Pre-qualified	Pre-qualified
4	CUEC (Financial), UCD (Design) & SUCRBC (Execution)	Pre-qualified	Pre-qualified
5	M/s. NLC Engineers	Pre-qualified	Pre-qualified
6	ZKB - Reliable JV	Not Pre-qualified	Pre-qualified
7	Sweden Tech International/ NAA/ BADI/ China Harzone Industry Corp Ltd/ Asia Pacific	Not Pre-qualified	Not Pre-qualified
8	Asia Pacific / China Harzone / Habib Construction	Not Pre-qualified	Not Pre-qualified

Overall Summary – Bus Operations

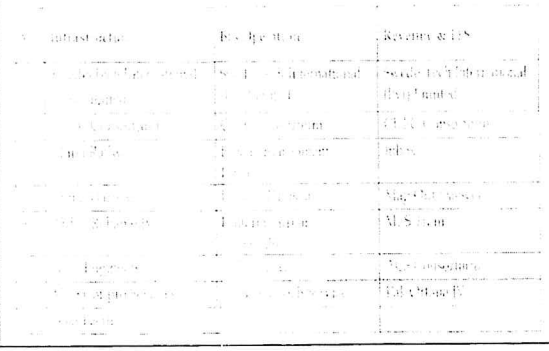
Bus Operation Services			
		Technical	Financial
S No	Name of Company	Remarks	Remarks
1	CUEC & UCD & SUCRBC	Pre-qualified	Pre-qualified
2	M/s. Rehman Coach Service, M/s ADS Ltd & M/s. Trucking World (Pvt) Ltd	Pre-qualified	Pre-qualified
3	Daewoo Pakistan Express Bus Service Ltd.	Pre-qualified	Pre-qualified
4	Platform Turgm	Pre-qualified	Pre-qualified
5	SERCO Limited	Pre-qualified	Pre-qualified
6	Sweden Tech International & Sweden Bus Pakistan (Pvt) Ltd	Not Pre-qualified	Pre-qualified
7	Panda Environment Lahore & HENGHENG SHEYOU XIANGDONG	Not Pre-qualified	Not Pre-qualified

Bidding & Responses

- *Expression of Interest (EOI) and the Request for Qualifications (RFQ) for the BRTS Project was advertised on 10 January 2014 and published widely on the website of Sindh Public Procurement Regulatory Authority and the PPP Unit website*
- *In terms of the EOI and the RFP the prospective bidders were requested to submit their prequalification applications and subsequent clarifications by March 20, 2014*
- *Being one of the highest travel demand BRTS line there was an overwhelming response to RFQ's*

Bid Responses

- *22 bids were received in response to the RFQ.*
- *The following are the details of the prospective bidders:*



Eligibility Criteria - Infrastructure

- *In terms of the RFQ, inter alia, the following experience and performance criteria was adopted to determine technical eligibility:*
- *Technical Eligibility*
- *The prospective bidder must have at least 03 Infrastructure Projects (Roads, Bridges, Civil Works) for each of the following category having project cost of at least Rs. 1,000 Million:*
  - *Design*
  - *Construction*
  - *Operation and Maintenance*
- *Financial Eligibility*
  - *Annual turnover and the net-worth of the prospective bidder should be over PKR 500 million for over three years.*

Eligibility Criteria - Bus Operations

- *In terms of the RFQ, inter alia, the following experience and performance criteria was adopted to determine technical eligibility:*
- *Technical Eligibility*
  - *Operating 20 or more Standard buses in past 07 years through a contract/ concession/ license*
  - *O & M Facility for a fleet of at least 05 Standard Buses in past 07 years*
- *Financial Eligibility*
  - *Annual average turnover for three years should be greater than 25 Million and the three year average net-worth of the prospective bidder should be over PKR 40 Million*

Annexure 'B'

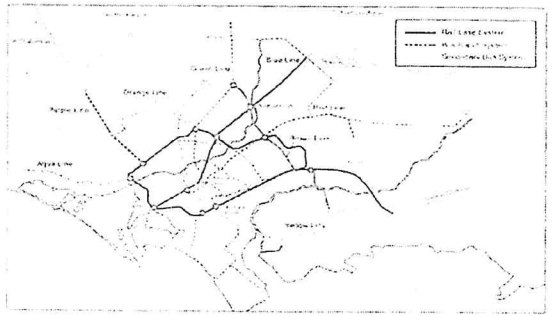
Transport and Mass Transit Department in collaboration with Public Private Partnership Unit, Government of Sindh

Agenda

- *To seek approval of Recommendations by the Sub-Committee on Pre-Qualification Documents of BRTS Yellow Line*
- *To seek approval to launch the Request for Proposal (RFP) and Bidding documents of the BRTS – Yellow Line*

Background

- *BRTS - Yellow Line is a 26 Km route (approx) starting from Mansehra Chowrangi to Numaish Chowrangi & Regal Chowk via 8000 Road, Korangi Road and FTC.*



Structure & Project Background

- *The BRTS Project is being procured as three separate contracts for the major components of the project namely:*
  - *Infrastructure Development*
  - *Bus Operations*
  - *Revenue Collection & Intelligent Ticketing System (ITS)*
- *Given the complexity of the project, consultants were hired in accordance with the provisions of the Sindh Public Procurement Rules 2010.*
- *A consortium lead by KPMG was selected for the Project*
- *The Feasibility Report for the BRTS – Yellow Line has been completed*

ATTENDANCE SHEET

TECHNICAL & FINANCIAL EVALUATION COMMITTEE (TFEC) FOR BUS RAPID TRANSIT SYSTEM – YELLOW LINE & SHAHEED BENAZIR BHUTTO INTERCITY BUSES & TERMINAL PROJECT ON 3RD JUNE, 2014 AT COMMITTEE ROOM OF P&D DEPARTMENT, TUGHLAQ HOUSE, SINDH SECRETARIAT, KARACHI

S.No.	Name	Designation	Signature
1.	Syed Ahmed Ali Shah	Addl. Sec. Transport	
2.	F.K Khatri	DG KMTC	
3.	Mahtabul-Haque	Chief (T&C) P&D Deptt	
4.	P.S. Rajpar	Secy, P&D Deptt	
5.	[illegible]	[illegible]	
6	Muhammad Waseem	ACS, P&DD	
7.	[illegible]	[illegible]	
8.	Farhat Adil	Vice President NESPAK	
9.	SAJJAD ANWAR	General Mang	
10.	Mikael Rahim	Associate MTC	
11.	SHAHRYAR RAHMAN	DM, KPMG	
12.	ADNAN RIZVI	PARTNER, KPMG	
13.	Jan Mohammad.	Addl. Draft. [illegible] Law Deptt.	
14.	LATIF KHAN	A-D-II LGD	
15.	SABOOR KARAMAT	Director, PPP Unit Finance Dept.	

List of Participants

1. Additional Chief Secretary (Dev.), Planning and Development Department, GoS
2. Secretary, Finance Department, GoS
3. Administrator, KMC
4. Additional Secretary, Transport & Mass Transit Department, GoS
5. Additional Secretary, Law Department, GoS
6. Special Secretary (Technical), P&D Department, GoS
7. Director General, PPP Unit, Finance Department, GoS
8. Director General, KMTC
9. Chief (T&C), P&D Department, GoS
10. Director I, PPP Unit, Finance Department, GoS
11. Director II, PPP Unit, Finance Department, GoS
12. AD-II, Local Government Department, GoS
13. Assistant Director, PPP Unit, Finance Department, GoS
14. Vice President, NESPAK
15. General Manager, NESPAK
16. Partner, KPMG
17. Deputy Manager, KPMG
18. Associate, MTC Law

ANNEXURE 'A'

List of participants

1. Additional Chief Secretary (Dev), Planning & Development Department, Govt. of Sindh;
2. Secretary, Finance Department, Govt. of Sindh;
3. Secretary, Transport Department, Govt. of Sindh;
4. Director General, PPP Unit, Finance Department, Govt. of Sindh;
5. Director General, Karachi Mass Transit Cell, Govt. of Sindh;
6. Director, PPP Unit, Finance Department, Govt. of Sindh;
7. Representative of Administrator, Karachi Metropolitan Corporation, Govt. of Sindh;
8. Representative of Planning & Development Department, Govt. of Sindh;
9. Representative of Law Department, Govt. of Sindh;
10. Representative of Local Department, Govt. of Sindh;

S#	INFRASTRUCTURE	BUS OPERATION	REVENUE & ITS
7.	M/S Conpro Services	Rehman Coach Service	Pak Ortana JV
8.	Asia Pacific		

8. Subsequently, a sub-committee was constituted for the purpose of bid evaluation. The details of the Sub-Committee are:

S#	Designation	Department
1.	Director General	KMTC, Transport & Mass Transit Department, GoS
2.	Director	PPP Unit, Finance Department, GoS
3.	Planning Dept. Rep	Planning & Development Department, GoS
4.	Consultant	Technical Consultant on the Project
5.	Advisory Consortium Representative	KPMG, NESPAK and MTC

Additional Chief Secretary (Dev)
Planning & Development Department

Secretary
Finance Department

Secretary
Transport Department

Director General
PPP Unit, Finance Department

Director General
Karachi Mass Transit Cell

Director
PPP Unit, Finance Department

Representative of
Planning & Development Department

Representative of
Karachi Metropolitan Corporation

NOT AVAILABLE
Representative of
Law Department

Representative of
Local Government Department

BRTS - TFEC MINUTES FILE 79

Partnership for Development

No:FD/PPPUNIT/BRTS/ 2013
GOVERNMENT OF SINDH
FINANCE DEPARTMENT
PUBLIC PRIVATE PARTNERSHIP UNIT
Karachi, dated the 16th April, 2014

7th Floor, A.K Lodhi Complex, Sindh Secretariat Building No. 6,
Shahrah-e-Kamal Ataturk, Karachi, Ph: (021) 99222194

SUBJECT: MINUTES OF TFEC MEETING FOR PREQUALIFICATION DOCUMENTS OPENING OF BUS RAPID TRANSIT SYSTEM (BRTS) YELLOW LINE AND SHAHEED BENAZIR BHUTTO INTERCITY BUSES (SBBIB) & TERMINAL PROJECT

A meeting was held under the chairmanship of the Additional Chief Secretary (Dev) at 03:00 pm on Thursday, 20th March, 2014 at the Committee Room of the Planning & Development Department, 2nd Floor, Tughluq House, Sindh Secretariat, Karachi. The List of participants who attended the meeting are attached as "Annexure A".

2. The agenda of the meeting was as follows:

a) Opening of Prequalification Documents received from prospective bidders for Bus Rapid Transit System (BRTS) Yellow Line and Shaheed Benazir Bhutto Intercity Buses (SBBIB) & Terminal projects.

b) Constitution of sub-committee for the evaluation prequalification documents received from the bidders of BRTS and SBBIB project.

3. Additional Chief Secretary (Dev) P&D welcomed the participants and emphasized that the Government attaches the high priority to the development of Public Private Partnership (PPP) projects to boost up the economic development of country.

4. The prequalification documents were opened and announced in the presence of the Committee members and the prospective bidders present of the two projects.

5. Only one prospective bidder namely Daewoo Pakistan Ltd. submitted prequalification documents for the SBBIB.

6. Following bidders submitted prequalification documents for 3 components of BRTS – Yellow Line Project.

S#	INFRASTRUCTURE	BUS OPERATION	REVENUE & ITS
1.	Swede-Tech International (Pvt) Limited	Swede-Tech International (Pvt) Limited	Swede-Tech International (Pvt) Limited
2.	CUEC Consortium	CUEC Consortium	CUEC Consortium
3.	China Railway	Panda Environment Lahore	Inbox
4.	China Harbour	Daewoo Pakistan	Map Out Daewoo
5.	ZKB – Reliable JV	Platform Turizm Tasimacilik	M/S Tram
6.	NLC Engineers	SERCO UAE	ACS Consortium

ATTENDANCE SHEET

MEETING FOR BID-OPENING OF BUS RAPID TRANSIT SYSTEM (BRTS) YELLOW LINE PROJECT

Committee Room of Planning & Development Department, (P&D)
2nd Floor, Tughlaq House, 4-A Court Road, Karachi.

20th March, 2014 (Thursday) at 3:00 pm

S. NO.	NAME	DESIGNATION	DEPARTMENT	CONTACT NO.	SIGNATURE
1.	Abdul Waheed	Officer	MAP OUT	0345-2607686	[signature]
2.	[illegible]	DY Manager	Sales	0333-2284803	[signature]
3.	Vaseeq Khalid	Partner Lawyer - GOS	Legal Counsel - GOS	0300-8204955	Vaseeq
4.	[illegible]	Assistant	marketing	0311-8744708	[signature]
5.	SATTA KHAN	A.D. II	LGD	0333-2233869 9421171	[signature]
6.	Ahmad Shahid	CEO	Swede-Tech. Int	0300-3774141	[signature]
7.	Raheel Qureshi	MIS coordinator	China Harbour	0332-3640811	[signature]
8.	A Rashid Mughal	Consultant Kamran Mass Transit GOS	KMTC, KMC	0331-2088057	[signature]
9.	Alam Rehman	Director	Rehman Coach Service	03452388287	[signature]
10.	Tahad Rehman	CEO	REHMANS COACH SERVICE	0333 2301660	[signature]
11.	SAHIN ERDOGAN	ALBAYRAK	M.D.	03200882284	[signature]

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ANNEXURE 'A'

List of participants

1. Additional Chief Secretary (Dev), Planning & Development Department, Govt. of Sindh;
2. Secretary, Finance Department, Govt. of Sindh;
3. Secretary, Transport Department, Govt. of Sindh;
4. Director General, PPP Unit, Finance Department, Govt. of Sindh;
5. Director General, Karachi Mass Transit Cell, Govt. of Sindh;
6. Director, PPP Unit, Finance Department, Govt. of Sindh;
7. Representative of Administrator, Karachi Metropolitan Corporation, Govt. of Sindh;
8. Representative of Planning & Development Department, Govt. of Sindh;
9. Representative of Law Department, Govt. of Sindh;
10. Representative of Local Department, Govt. of Sindh;

S#	INFRASTRUCTURE	BUS OPERATION	REVENUE & ITS
7.	M/S Conpro Services	Rehman Coach Service	Pak Ortana JV
8.	Asia Pacific		

8. Subsequently, a sub-committee was constituted for the purpose of bid evaluation. The details of the Sub-Committee are:

S#	Designation	Department
1.	Director General	KMTC, Transport & Mass Transit Department, GoS
2.	Director	PPP Unit, Finance Department, GoS
3.	Planning Dept. Rep	Planning & Development Department, GoS
4.	Consultant	Technical Consultant on the Project
5.	Advisory Consortium Representative	KPMG, NESPAK and MTC

Additional Chief Secretary (Dev)
Planning & Development Department

Secretary
Finance Department

Secretary
Transport Department

Director General
PPP Unit, Finance Department

Director General
Karachi Mass Transit Cell

Director
PPP Unit, Finance Department

Representative of
Planning & Development Department

Representative of
Karachi Metropolitan Corporation

NOT AVAILABLE
Representative of
Law Department

Representative of
Local Government Department

Partnership for Development

No:FD/PPPUNIT/BRTS/ 2013
GOVERNMENT OF SINDH
FINANCE DEPARTMENT
PUBLIC PRIVATE PARTNERSHIP UNIT
Karachi, dated the 16th April, 2014

7th Floor, A.K Lodhi Complex, Sindh Secretariat Building No. 6,
Shahrah-e-Kamal Ataturk, Karachi, Ph: (021) 99222194

SUBJECT: MINUTES OF TFEC MEETING FOR PREQUALIFICATION DOCUMENTS OPENING OF BUS RAPID TRANSIT SYSTEM (BRTS) YELLOW LINE AND SHAHEED BENAZIR BHUTTO INTERCITY BUSES (SBBIB) & TERMINAL PROJECT

A meeting was held under the chairmanship of the Additional Chief Secretary (Dev) at 03:00 pm on Thursday, 20th March, 2014 at the Committee Room of the Planning & Development Department, 2nd Floor, Tughluq House, Sindh Secretariat, Karachi. The List of participants who attended the meeting are attached as "**Annexure A**".

2. The agenda of the meeting was as follows:

a) Opening of Prequalification Documents received from prospective bidders for Bus Rapid Transit System (BRTS) Yellow Line and Shaheed Benazir Bhutto Intercity Buses (SBBIB) & Terminal projects.

b) Constitution of sub-committee for the evaluation prequalification documents received from the bidders of BRTS and SBBIB project.

3. Additional Chief Secretary (Dev) P&D welcomed the participants and emphasized that the Government attaches the high priority to the development of Public Private Partnership (PPP) projects to boost up the economic development of country.

4. The prequalification documents were opened and announced in the presence of the Committee members and the prospective bidders present of the two projects.

5. Only one prospective bidder namely Daewoo Pakistan Ltd. submitted prequalification documents for the SBBIB.

6. Following bidders submitted prequalification documents for 3 components of BRTS – Yellow Line Project.

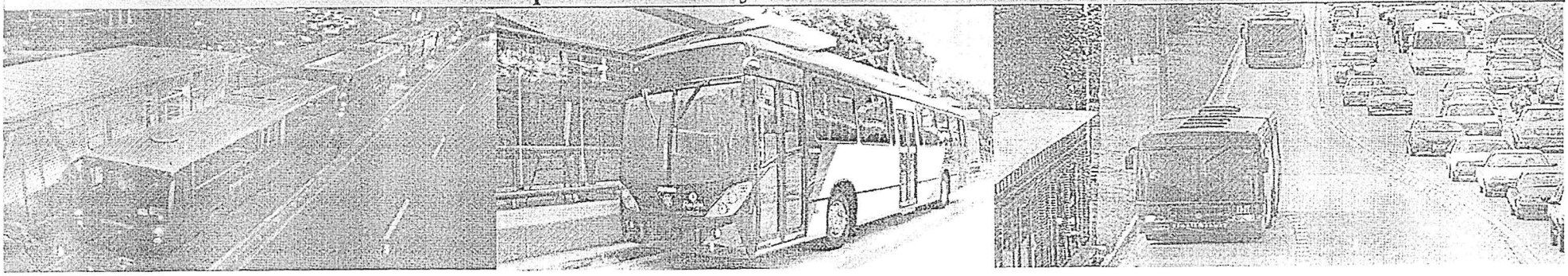
S#	INFRASTRUCTURE	BUS OPERATION	REVENUE & ITS
1.	Swede-Tech International (Pvt) Limited	Swede-Tech International (Pvt) Limited	Swede-Tech International (Pvt) Limited
2.	CUEC Consortium	CUEC Consortium	CUEC Consortium
3.	China Railway	Panda Environment Lahore	Inbox
4.	China Harbour	Daewoo Pakistan	Map Out Daewoo
5.	ZKB – Reliable JV	Platform Turizm Tasimacilik	M/S Tram
6.	NLC Engineers	SERCO UAE	ACS Consortium

KARACHI METROPOLITAN CORPORATION

KARACHI MASS TRANSIT CELL

REQUEST FOR EXPRESSION OF INTEREST
Bus Rapid Transit System for "YELLOW LINE"

Partnership for Development



The Assignment

Karachi Mass Transit Cell, Karachi Metropolitan Corporation invites proposals from reputable and experienced firms/consortia to prepare a Feasibility Report covering technical, legal and financial aspect along-with Transaction Advisory Services for the "Bus Rapid Transit (BRT) System - Yellow Line" under Public Private Partnership Mode.

BRT Yellow Line is a 22 Km route starting from Dawood Chowrangi to Numaish Chowrangi & Lucky Star via 8000 Road, Korangi Road and FTC ("Yellow Line BRT Project"). The feasibility and transaction structure of BRT system would enable the KMC to make an informed decision which shall ensure a, sustainable and replicable system.

In this regard, KMC wants to prequalify potential firms/consortia for issuing Request For Proposal (RFP). Interested firms/consortia would need to demonstrate related experience and expertise to undertake the assignment.

Brief Scope of Work

The detailed scope of work for the transaction advisor to implement the project would be provided at the RFP stage. However, briefly, the Transaction Advisor /Consulting Firm(s) shall be expected to perform following tasks:

a) Conduct a topographical survey of the proposed BRT line and develop a preliminary engineering design for the project.

b) Conduct Feasibility study and provide Transaction Advisory Services in respect of the identified corridor. Feasibility study would cover technical, financial, economic, legal and environmental aspects;

c) Assist KMTC in marketing the project to the relevant mix of investors, and administering the bidding process for implementation of the project till achieving Financial Closure.

Submission of Pre-Qualification Documents

The Request for Qualification (RFQ) document may be downloaded from www.karachicity.gov.pk and www.pprasindh.gov.pk

Duly filled in Pre-qualification documents must reach KMTC Office not later than 12:00pm on _____insert date_____

Request for Proposal (RFP) would only be issued to the pre-qualified firm/consortia.

Contact

Mr. Ghulam Rasool
Director (Technical),
Karachi Mass Transit Cell,
Karachi Metropolitan Corporation
6TH FLOOR , EAST ANNEXE, CIVIC CENTRE,
GULSHAN-E-IQBAL, KARACHI-75300
TEL: 021-99230665, FAX: 021-99231153
Email: kmtc_kmc@yahoo.com

In light of above para, it is requested that the last date for the submission of proposal and bidding documents for the BRTS – Yellow Line Project may be extended by at least 2 weeks (i.e. **21 August 2014**) in order to ensure all Pre-Qualified Applicants are afforded a fair opportunity to submit their proposals and the supplementary bidding documents.

WHEREAS, the proposed extension in the timelines is expected to result in better outcome and more interest from all prospective bidders.

RESOLVED THAT TFEC HEREBY unanimously approves by circulation to extend the deadline for the bid submission in respect of the Project to 21st August 2014.

The undersigned, being board members of TFEC (TFEC formation notification attached as Annexure C), do hereby consent to the adoption of the above resolution by written consent without a meeting of the TFEC.

Nominee of Law Department (not below BPS-18)	Director General, KMTC	Director General, PPP Unit Finance Department, GoS
Administrator, KMC	Secretary, Transport & Mass Transit Department, GoS	Secretary, Finance Department, GoS

Additional Chief Secretary,
P&D Department, GoS

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FD (PPPUNIT)/BRTS/2014
GOVERNMENT OF SINDH
PUBLIC PRIVATE PARTNERSHIP UNIT
FINANCE DEPARTMENT
Karachi, dated August 04, 2014

7th Floor, A.K. Lodhi Block, Sindh Secretariat No.06, Kamal Ataturk Road, Karachi
Ph: (021) 99222194

BUS RAPID TRANSIT SYSTEM (BRTS) - YELLOW LINE PROJECT

SUBJECT: TECHNICAL AND FINANCIAL EVALUATION COMMITTEE (TEEC) RESOLUTION BY CIRCULATION ON 04 AUGUST 2014

Agenda # 1: **Extension in Submission Deadline**

The Request for Proposal (RFP) and bidding documents for the BRTS – Yellow Line were issued to Pre-Qualified Applicants on June 17, 2014. The deadline for submission of the RFP and the bidding documents was set as August 7, 2014 (Please refer to **Annexure A**).

Three pre-bid meetings for the BRTS Yellow Line Project were held (one for each component of the BRTS Yellow Line i.e. Infrastructure Development, Bus Operation Services and Revenue Collection & ITS) from 8-10 July 2014. Queries on the RFP and the Bidding documents were received prior to the respective Pre-Bid Meetings. However, during the pre-bid meetings numerous Pre-Qualified Applicants requested the GoS to extend the deadline for the submission of the proposal in response to the RFP and the bidding documents.

Consequently, the GoS has received official requests from some of the Pre-Qualified Applicants to extend the proposal and bidding documents submission deadline from a minimum of 2 weeks up to 45 days (Please refer to **Annexure B**). Main reasons cited for extension was the huge quantum of work coupled with lost working days due to Eid holidays. Furthermore, the GoS intends to hold the second round of pre-bid meetings for BRTS Yellow Line Project during the visit of Asian Development Bank (ADB) consultation mission on the Karachi BRTS, which is scheduled from 5 August 2014 to 12 August 2014.

ATTENDANCE SHEET

MEETING OF TECHNICAL & FINANCIAL EVALUATION COMMITTEE ON BUS RAPID TRANSIT SYSTEM - YELLOW LINE

Committee Room, Planning & Development Department, 2nd Floor, Tughluq House, Court Road, Karachi

21st August, 2014 (THURSDAY) at 02:00 PM

S. NO.	NAME	DESIGNATION	DEPARTMENT	CONTACT NO.	SIGNATURE
13.	P.S. Rajput	Secty	P&D Deptt		
14.	Rauf A. Farooqui	Admstr. Karachi	KMC	0301-8284818	
15.	Yousuf Ahmed Panhwar	KMC Secretary	Planning & Mass Transit		
16.	Muhammad Waseem	ACS	P&D Department	021-99211405	
17.	Dr. Fakhar Ali Kaimkhani	DG-KMTC	KMC	0321-9248881	
18.					
19.					
20.					
21.					
22.					
23.					
24.					

ATTENDANCE SHEET

MEETING OF TECHNICAL & FINANCIAL EVALUATION COMMITTEE ON BUS RAPID TRANSIT SYSTEM - YELLOW LINE

ommittee Room, Planning & Development Department, 2nd Floor, Tughluq House, Court Road, Karachi

21st August, 2014 (THURSDAY) at 02:00 PM

S. NO.	NAME	DESIGNATION	DEPARTMENT	CONTACT NO.	SIGNATURE
1.	SAJJAD ANWAR KHAN	General Manager	NESPAK	0345-2587642	
2.	F. K. Khatri	Director KMTC	KMC	0333-3098097	
3.	SHAHRYAR RAHMAN	DM	KPMG	—	
4.	REHAN ZAMIN	PRINCIPAL ENGINEER	NESPAK	0345-2113830	
5.	MIKAEL RAHIM	Associate	MTC		
6.	Fahad Ansari	Director PPP Unit	Finance Deptt.		
7.	Amir Ali Sayi	Dir. Tech, PPP Unit	Finance Deptt.		
8.	Naveed Rajput	Dep PPP Unit	finance Deptt		
9.	Faisal Daseem	Rep. CREC	Project Management Cell	0333-9154315	
10.	Shakeel Ahmed Sadozai	Rep: CREC	Sr. Manager. & PM!	03337155533	
11.	Jan Mohammad	Addl. Secretary	Land Department	03322705540	21/8/14
12.	Mahtabul-Haque	Chief (T&C)	P&D Deptt	9921919	21/8/2014

AGENDA # 2: CONSTITUTION OF TECHNICAL SUB-COMMITTEE

6. The Director, KMTC then requested the TFEC to form a Technical Sub-Committee for the evaluation of the technical proposals received in pursuant of the respective RFPs. In this regard, the TFEC formed the following Technical Sub-Committee for the evaluation of the technical proposals:

TFEC TECHNICAL SUB-COMMITTEE

1.	Senior Chief T&C, P&D Department, GoS	Chairman
2.	Director, KMTC	Member
3.	Director, PPP Unit, Finance Department, GoS	Member
4.	Consultant of GoS on the BRTS – Yellow Line Project	Member
5.	KPMG as Lead Representative of Advisory Consortium (KPMG, NESPAK and MTC) on the BRTS – Yellow Line Project	Member

Decision: **The TFEC requested the Technical Sub-Committee to evaluate the technical proposals of the bidders and revert to the TFEC with their findings. Moreover, the TFEC empowered the Technical Sub-Committee to seek clarifications, if required.**

7. The Meeting ended with a vote of thanks.

Nominee of Law Department (not below BPS-18)	Director General, KMTC, GoS	Director General, PPP Unit Finance Department, GoS
Administrator, KMC	Secretary, Transport & Mass Transit Department, GoS	Secretary, Finance Department, GoS

Additional Chief Secretary,
P&D Department, GoS

S.No	Name	Designation	Department/ Organization	Contact No	E-mail Address	Signature
11	Muhammad Hussain Syed	Administrator KMC	KMC	0321 9236036	muhammadsyed83@yahoo.com	
12						
13						
14						
15						
16						
17						
18						
19						
20						

PARTICIPANTS LIST

Meeting of Standing Committee for the Approval of Issuing Request for Qualification for BRT Project - Yellow Line on July 30, 2012 at 09:30AM in the Committee Room of Finance Department, Barrack No. 19, Sindh Secretariat No. 04-A, Court Road, Karachi.

S.No	Name	Designation/ Department	Contact No	E-mail Address	Signature
1	Engr. Ghulam Yousuf	Director (Technical) KMTC, KMC	0300-[illegible]	gykmtc@gmail.com	[signature]
2	Syed Bilal Hassan	Assistant Director, PPP Unit Finance Dept. GoS	0333-3005668	syedbilalhasan@gmail.com	[signature]
3	Ahmed Tansir Aijazi	Asst. Director, PPP Unit Finance Dept. GoS	0333-2341609	tansiraijazi@hotmail.com	[signature]
4	Mirza Anwer Baig	Director (PSC), KMTC, KMC	03222160166	m.ab3@hotmail.com	[signature]
5	Muhammad Aslam	D Secretary Law	03013860880		[signature]
6	Sohail Rajput	DG, PPP Unit Deptt	0301-2394392		[signature]
7	Khalid M. Shaikh	Dir PPP Unit. FD.	0321-9200432		[signature]
8	Sikandar Ali	Assistant Chief (T&C)	0306-2793732	sikandar2108@yahoo.com	[signature]
9	LATIF KHAN	P&D Deptt, ~~[illegible]~~	0333-2238[illegible]		[signature]
10	A. Rasheed Mugal	D.G. KMTC KMC	03002446958		[signature]

Contd ...

Director General, PPP Unit, Finance Department

Director General, KMTC, KMC

Director, PPP Unit, Finance Department, GoS

Director (Planning &Coordination), KMTC, KMC

Director (Technical), KMTC, KMC

Deputy Secretary, Law Department, GoS

Assistant Director, II
Local Government Department.

Assistant Chief, (ToC),
Planning & Development Department, GoS

sport in the city and highlighted the importance of steps needed towards resolving the oblems of the sector..

Agenda # 01: Approval and Permission to go ahead for publishing of Request for Qualification

The committee unanimously approved the motion to advertise the Expression of Interest for soliciting consultants for the BRT "Yellow Line" project.

Agenda # 02: Review and approval of draft RFQ (Document) before the issuance of the same to eligible bidder(s).

Thedraft RFQ Document was presented to the committee. Mr. Sikandar Ali, Assistant Chief, Planning and Development Department and Mr. Mirza Anwer Baig, Director (P&C), KMTC, KMC raised questions regarding the qualification criteria which were answered to their satisfaction by Mr. Khalid Mehmood Sheikh, Director, PPP Unit.

The draft RFQ was then approved by the committee.

Agenda #03: Suggestion of pre-Bid Committee Member

The committee approved to form a pre-bid committee with the following as members to evaluate the pre-qualification of the interested bidders.

NAME	DESIGNATION	ROLE IN COMMITTEE
Mr. Rashid Mughal	Director General, KMTC, KMC	Chairman
Mr. Ghulam Rasool	Director Technical, KMTC, KMC	Member
Mr. Khalid Mehmood Sheikh	Director, PPP Unit, Finance Department, GoS	Member
Mr. A Tansir Aijazi	Assistant Director, PPP Unit, Finance Department, GoS	Member
Mr. Syed Bilal Hassan	Assistant Director, PPP Unit, Finance Department, GoS	Member
Mr. Sikandar Ali	Assistant Chief, Planning and Development Department, GoS	Member

The meeting ended with a vote of thanks.

Secretary, Finance Department, GoS

Administrator, Karachi Metropolitan Corporation

Karachi Mass Transit Cell
Karachi Metropolitan Corporation
6th Floor, East Annex, Civic Centre, Gulshan-e-Iqbal, Karachi.
Contact No. 99231280

F-5428
05/11/12

BUS RAPID TRANSIT SYSTEM –YELLOW LINE

MINUTES OF THE 1st MEETING OF STANDING COMMITTEE HELD ON JULY 30, 2012

The 1st meeting of standing committee of Bus Rapid Transit System was held on Monday,30th of July, 2012 at 9:30 am at Finance Department, Government of Sindh (GoS). Following attended the meeting:

(1) Secretary, Finance Department, Government of Sindh
(2) Administrator Karachi, Karachi Metropolitan Corporation (KMC)
(3) Director General, PPP Unit, Finance Department, Government of Sindh
(4) Director General, Karachi Mass Transit Cell (KMTC), KMC
(5) Director, PPP Unit, Finance Department, Government of Sindh
(6) Assistant Chief, (TpC), Planning & Development Department, Government of Sindh
(7) Director (Planning & Coordination), KMTC, KMC
(8) Director (Technical), KMTC, KMC
(9) Assistant Director, Local Government Department, Government of Sindh
(10) Deputy Secretary, Law Department, Government of Sindh
(11) Assistant Directors, PPP Unit, Finance Department, Government of Sindh

Copy of attendance sheet is attached as Annexure "A"

Mr. Sohail Rajput, D.G PPP Unit, welcomed the chairman of the Committee,and gave a brief background and introduction of the captioned project of Bus Rapid Transit System (BRTS) "Yellow Line". After the introduction, Mr. Rashid Mughal, Director General, KMTC, KMC gave a detailed presentation covering the transport related problems of Karachi and the proposed Master Plan forMass Transit Program. He emphasized that BRT system is one of the most affordable means of mass transit being adoptedthroughout the world and such a system if implemented in Karachi would serve as a stepping stone towards minimizing the transport problems of the city. He further elaborated on the background work done by the KMTC pertaining to the "BRT Yellow Line" project and explained to the committee the proposed route and the identified stations. Mr. Muhammad Hussain Syed, Administrator Karachi, , KMC also emphasized upon the adverse situation of

Form 3: Experience Summary – Transaction Advisory Projects

S. No.	Project Name and Location	Project Description	Project Value (PKR)	Role	Sector (Infrastructure / providing consultancy in Modern Grain Storage Facilities / Others (Please Specify)	Project Duration (Months)	Project Start Date	Project Completion Date	Client Name	Status (Completed / In Progress)	Remarks
1.											
2.											
3.											
4.											
5.											
6.											
7.											
8.											
9.											
10.											
11.											
12.											

Assignment details must be attached separately.

Please use the same format for TransportSector Project and Transaction Advisory Experience

In case, the consortium consists of more than one firm, the above details should be provided for each firm in the consortium

Form 4:Personnel Experience Summary – Transaction Advisory Team Members

S.No.	Name of the Employee	Designation/ Title	Employment Status (Permanent/ Temporary/ Contract)	Overall Professional Experience (Years)	Experience with the Organization (Years)	Relevant Experience (Years)	Proposed Role	Qualification(s)	Key Projects handled	Remarks
1.										
2.										
3.										
4.										
5.										
6.										
7.										
8.										
9.										
10.										
11.										
12.										
13.										

Assignment details must be attached separately. Detailed resumes must be attached separately. In case, the consortium consists of more than one firm, the above details should be provided for each firm in the consortium

Form 2: Key Contact Details

Particulars	Details
Details of individual (s) who will serve as the primary point of contact within the organization: (a) Name (b) Name of Firm (in case of a Consortium) (c) Designation / Title (d) Address (e) Telephone Number (f) E-Mail Address (g) Fax Number	

Form 1: General Information about the Organization

S. No.	Particulars	Details
	Name of organization	*(indicate complete legal name of the organization)*
	a) Operating name of the organization	*(if different from legal name)*
	b) Country of incorporation	
	c)Ownership of the organization	Sole Proprietorship/ Partnership/ Private Limited Company/ Public Unlisted/ Public Listed Company/ Other *(please specify)*
	(Strike out whichever is not applicable) d) Date of establishment/ incorporation	
	e) Date of commencement of business	
	f) Address of the corporate headquarters andd it's registered office, if any, in Pakistan along with telephone and fax numbers	
	g) Communication addresses along with telephone and fax numbers	
	h) Website	
	i) List of stakeholders / members who own 10%	
	j) or more stocks & their interest in the company	
	k) List of Current Directors	
	l) Key Contact Person	*(indicate their name, designation/ title and contact address along with telephone, fax and email address)*
	m) Other key management personnel	
	n) International affiliations, if any	
	o) Professional membership(s), if any	
	p) Tax registration number	
	q) Has the company operated under a different name?	Yes/ No *(please specify)*

Individual firms/ consortia may, in addition to the above, attach their company profiles as an annexure to this form In case the consortium comprises of more than one firm, the above information shall be provided in respect of each of the firm.

5. EVALUATION CRITERIA

The Consulting Firm(s)/ Consortia should pass in the following criteria to qualify for the issuance of RFP

S. No	Description	Yes/No
1.	**Experience of feasibility study on Transport Sector:** Firm(s) / Consortia have undertaken 3 or more projects in the transport sector during the past 10 years. (Details to be provided in form 3)	
2.	**Transaction Advisory:** Firm(s) / Consortia have undertaken at least 10 Transaction Advisory assignments of Projects worth Rs 500 million or above during the last 10 years. (Details to be provided in form 3)	
3.	**Experience of Team Members:** Firm(s) / Consortia should have full time employee associated with the project having relevant experience of at least five years (i.e. relevant financial, technical and legal experience). (Details to be provided in form 4)	

4. IMPORTANT NOTE

4.1. Any document/ statement provided if proved false, misstated, concocted, or incorrect at any time during or after pre-qualification will result into permanent disqualification and black listing of the firm/ Company/ Partners/ Joint Venture with their names displayed on SPPRA website.

4.2. The Consulting Firm(s) /Consortia would be selected through a transparent process as per Sindh Public Procurement Rules (SPPR) rules 2010. Request for Proposal (RFP) would only be issued to pre-qualified firm(s) /consortia.

4.3 KMTC, KMC has the right to withdraw from the transaction after the completion of feasibility study phase of the contract or at any stage at its discretion.

2. OBJECTIVES

2.1. Keeping in view the ever increasing population of Karachi and the expansion of the urbanized area, the KMTC, KMC has envisaged an increase in traffic demand in the city. In this regard, a study by the name of "The Karachi Urban Transport Master Plan 2030" (KUTMP) was conducted by Japan International Cooperation Agency (JICA) in close coordination and facilitation of KMTC, KMC. The study suggests 2 Mass Rapid Transit (MRT) and 6 BRTS lines besides Revitalization of Karachi Circular Railway (KCR). One of the BRTS lines recommended in the said study specifies the BRTS "Yellow Line" which is of 22 Km starting from Dawood Chowrangi to Numaish Chowrangi & Lucky Star via 8000 Road, Korangi Road & FTC ("The Project"). It is one of the highest travel demand BRTS line where daily rider ship is approx 700,000 and maximum peak hour sectional demand is about 18,000 passengers. The feasibility and transaction structure of BRTS would enable the KMTC,KMC to make an informed decision which shall ensure an affordable, sustainable and replicable system.

2.2. This Pre-Qualification Documents would enable KMTC, KMC to pre -qualify the best qualified and appropriately experienced Consulting Firm(s)/Consortia for Feasibility Study and Transaction Advisory Services.

3. SCOPE OF WORK

3.1. The detailed scope of work for the transaction advisor to implement the project would be provided in the RFP. Briefly, the Transaction Advisor /Consulting Firm(s) shall be expected to perform following tasks:

a) Conduct a topographical survey of the proposed BRTS line and develop a preliminary engineering design for the whole project

b) Conduct Feasibility study and provide Transaction Advisory Services in respect of the identified corridor. Prefeasibility study would cover technical, financial, economic, legal and environmental aspects;

c) To assist KMTC, KMC in marketing the project to the interested mix of investors, and administering the bidding process for implementation of projects till achieving Financial Closure.

3.2. The Transaction Advisor is therefore expected to have to have the technical, economic, legal, environmental, and financial; and project management expertise in its team / consortium.

1. REQUEST FOR QUALIFICATIONS

1.1. Karachi Mass Transit Cell (KMTC), Karachi Metropolitan Corporation (KMC) invites, Pre-Qualification Documents for Feasibility Study and Transaction Advisory Services for preliminary engineering design and execution of Bus Rapid Transit System (BRTS) (from Dawood Chowrangi to Numaish Chowrangi & Lucky Star via 8000 Road, Korangi Road & FTC) "Yellow Line' project under PPP mode.

1.2. The requisite information and evaluation criteria for short-listing Consulting Firm(s)/Consortia is attached herewith. Only shortlisted Consulting Firm(s)/ Consortia would be issued Request for Proposals (RFP) for submission of Technical and Financial Proposals.

1.3. Firms / consortia desirous of being shortlisted for issuance of RFP, are requested to fill forms (4 in number) attached herewith.

1.4. The filled-in forms duly signed along with Pre-Qualification Documents, clearly marked on a sealed envelope (3 sets + soft copy in a CD in PDF format), should reach the office not later than 12 :00 pm on Thursday, August 30, 2012.

ENGR. GHULAM RASOOL
DIRECTOR (TECHNICAL), Karachi Mass Transit Cell,
Karachi Metropolitan Corporation
6th Floor, East Annex, Civic Centre,
Gulshan-e-Iqbal, Karachi.
Contact No. 021-99230665 **Fax:** 99231153
Email: kmtc_kmc@yahoo.com

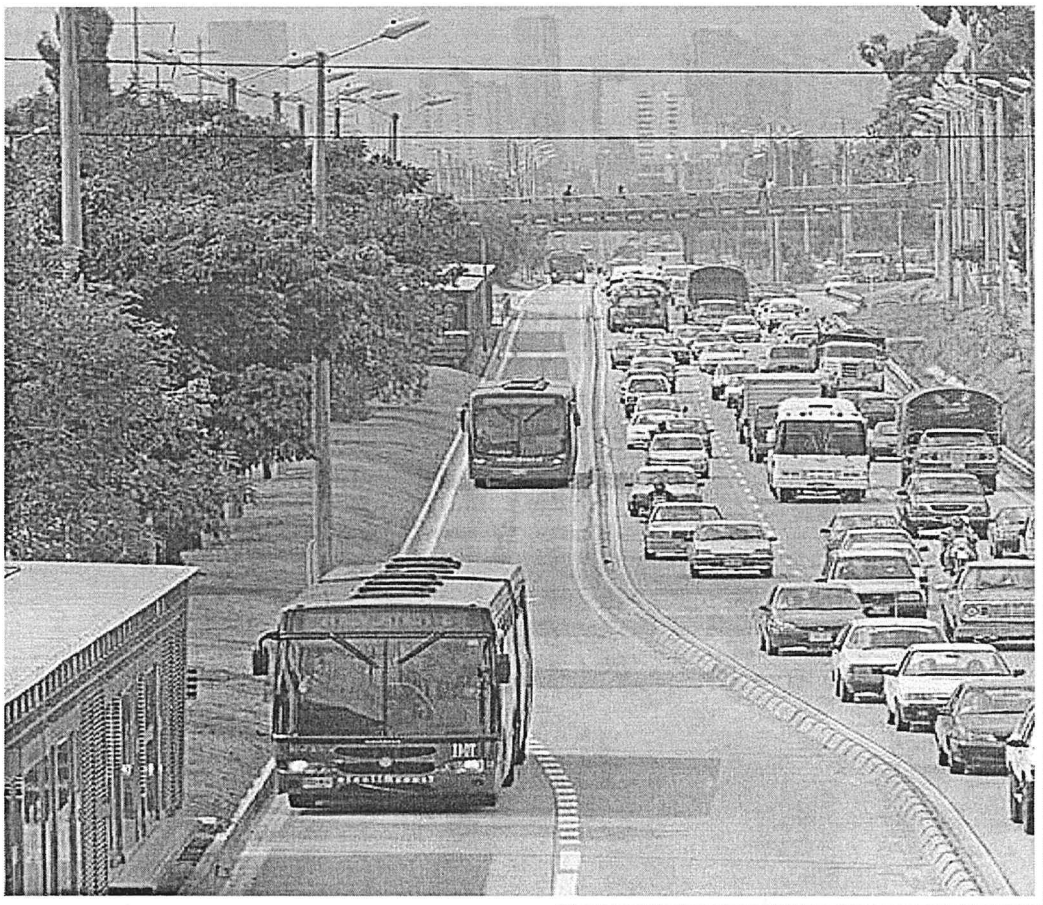
August 2012

REQUEST FOR QUALIFICATION (RFQ) DOCUMENT

Bus Rapid Transit System for "Yellow Line"

(from Dawood Chowrangi to Numaish Chowrangi & Lucky Star Via 8000 Road, Korangi Road & FTC)

Under Public - Private Partnership Mode



Karachi Mass Transit Cell
Karachi Metropolitan Corporation

KARACHI METROPOLITAN CORPORATION
KARACHI MASS TRANSIT CELL

REQUEST FOR EXPRESSION OF INTEREST
Bus Rapid Transit System for "YELLOW, GREEN & RED LINE"

The Assignment

Karachi Mass Transit Cell (KMTC), Karachi Metropolitan Corporation (KMC) invites proposals from reputable and experienced firms/consortia to prepare a Feasibility Report covering technical, financial, economic, legal and environmental aspects along-with Transaction Advisory Services for the Bus Rapid Transit System (BRTS) – "Yellow Line" under Public Private Partnership Mode.

BRTS "Yellow Line" is a 22 Km route from Dawood Chowrangi to Numaish Chowrangi & Lucky Star via 8000 Road, Korangi Road and FTC. The feasibility and transaction structure of BRTS would enable KMTC, KMC to make an informed decision which shall ensure an affordable, sustainable and replicable system.

In this regard, KMTC, KMC wants to prequalify potential firms/consortia for issuing Request For Proposal (RFP) document. Interested firms/consortia would need to furnish relevant documents to demonstrate experience and expertise to undertake the above project.

Brief Scope of Work

The detailed scope of work for the transaction advisor to implement the project would be provided at the RFP stage. However, briefly, the Transaction Advisor/ Consulting Firm(s) shall be expected to perform following tasks:

a) **Conduct a topographical survey of the proposed BRT line and develop a Preliminary Engineering design for the project.**

b) **Conduct Feasibility Study and provide Transaction Advisory Services in respect of the identified corridor. Feasibility Study would cover technical, financial, economic, legal and environmental aspects;**

c) **Assist KMTC, KMC in marketing the project to the interested mix of investors, and administering the bidding process for implementation of the project till achieving Financial Closure.**

Submission of Pre-Qualification Documents

The Request for Qualification (RFQ) document for pre-qualification may be downloaded from **www.karachicity.gov.pk , www.pppunitsindh.gov.pk** and **www.pprasindh.gov.pk** Duly filled in Pre-Qualification documents must reach KMTC,KMC office not later than 12:00pm on Thursday, August 30, 2012.

Request for Proposal (RFP) would only be issued to the pre-qualified firms/consortia.

Contact

Engr. Ghulam Rasool
Director (Technical), Karachi Mass Transit Cell,
Karachi Metropolitan Corporation
6TH FLOOR , EAST ANNEXE, CIVIC CENTRE,
GULSHAN-E-IQBAL, KARACHI-75300
TEL: 021-99230665, FAX: 021-99231153
Email: kmtc_kmc@yahoo.com

BRTS - Yellow Line Conce | Official Website of Sindh | www.pprasindh.gov.pk/e

www.pprasindh.gov.pk/tenderhistory.php?SearchBy=id&txtSearch=18340&dtFromDate=&listmonth=1&listyear=2008

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SPPRA

Sindh Public Procurement Regulatory Authority
Government of Sindh

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1

S. No .	SPPRA Tender ID	Tender Title	Download	Upload On	Advertise Date	Closing Date	Corrigendum /SBD/ Notices	Remarks	Evaluation Reports
18340	1575213953(SPPRA D WTH-ELD	Government of Sindh Transport & Mass Transit Department Karachi Prequalification of Contractors Firms		20 Dec 2013	20 Dec 2013	25 Feb 2014	SBD 03 Jan 2014	BER, DD TER, ADD Required	10 July 2015

3

BRT - IFD Concessio....pdf

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EN 12:45 PM 13-Jul-15

PARTICIPANTS' LIST

2ND MEETING OF STANDING COMMIITEE OF BUS RAPID TRANSIT SYSTEM KARACHI. TO BE HELD ON 17TH OCTOBER, 2012 (WEDNESDAY) AT 12.30 P.M. IN THE COMMITTEE ROOM OF FINANCE DEPARTMENT, BARRACK NO-19, SINDH SECRETARIAT 4-A COURT ROAD KARACHI.

S.NO	Name	Designation/ Department	Contact	E-Mail	Signature
1	Engr Ghulam Rasool	Director (Technical), KMTC, KMC	0300-2131400	gr kmtc@gmail.com	[signature]
2	[illegible]	Director (PBC) KMTC, KMC	0322-2160166	[illegible]	[signature]
3	A. Rasheed Mughal	Director General KMTC KMC.	0300/446958	Rasheed.mughal19@gmail.com	[signature]
4	Motawat Ali Khan	Metropolitan Comm	0301-8222201	Motawat.khan@yahoo.com	[signature]
5	[illegible]	Deputy Secretary	0333-2168598		[signature]
6	Syed Bilal Hassan	LAH Department HD PPP Unit, GoS	0333-3005668	syedbilalhassan@gmail.com	[signature]
7	Sohail Rajput	DG, PPP Unit			[signature]
8	Khalid Mehmood	Dir PPP Unit	0321-9202452	—	[signature]
9	[illegible]	[illegible]			[signature]
10	[illegible]	Director [illegible]	[illegible]	[illegible]	[signature]
11	Ali Nawaz Panhwar	Deputy Secretary (T)	99211017	Ali nawaz panhwar@yahoo.com	[signature]
12					

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7.	M/s. BMA Capital Management Limited JV M/s. Associated Consulting Engineering Pvt. Ltd. & M/s. M&Z Law Firm	Yes	Yes	Yes	Qualify
8.	M/s. Exponent Engineers Pvt. Ltd JV M/s. ECIL, M/s. PAKOR, M/s. JASB & M/s. CIMB	Yes	Yes	Yes	Qualify
9.	M/s. China Civil Engineering Construction Corporation proposal submitted through local representative M/s. VendorAZ Company, Lahore	Nil	Nil	Nil	Does not qualify because EOI not submitted as per the criteria of KMTC, KMC. However, the proposal submitted by M/s. China Civil Engineering Corporation is put up for review and policy decision if any.

Engr. Abdul Rasheed Mughal
Director General, KMTC, KMC
Chairman

Engr. GhulamRasool
Director (Tech.)
KMTC, KMC

Sikandar Ali
Asst. Chief, P&D, Dept.,
Govt. of Sindh

Khalid MehmoodShiekh
Director (PPP Unit)
Finance Dept.,GOS

Syed Bilal Hassan
Asstt. Director, PPP Unit
Finance Dept., GOS

TansirAijaz
Asstt.Director, PPP Unit
Finance Dept.,GOS

Dr.Rafique Ahmed Khan
Member (Civil Society)

BUS RAPID TRANSIT SYSTEM FOR "YELLOW LINE" FROM (DAWOOD CHOWRANGI TO NUMAISH CHOWRANGI AND LUCKY STAR VIA 8000 ROAD, KORANGI ROAD AND FTC) UNDER PPP MODE

CONSOLIDATED EVALUATION SHEET

S. No	Name of Consulting Firms	Experience of feasibility study on Transport Sector: Firm (s) / Consortium have undertaken 3 or more projects in the transport sector during the past 10 years.	Transaction Advisory: Firm (s) / Consortium have undertaken at least 10 Transaction Advisory assignments of Projects worth Rs. 500 million or above during the last 10 years.	Experience of Team Members: Firm (s) / Consortium should have full time employee associated with the project having relevant experience of at least five years (i.e. relevant financial, technical and legal experience).	Remarks
		Yes / No	Yes / No	Yes / No	
1.	M/s. Advance Logistic Group JV M/s. Swede Tech.	Yes	Yes	Yes	Qualify
2.	M/s. Techno Consultant JV M/s. SidatHyder	Yes	Yes	Yes	Qualify
3.	M/s. NESPAK	Yes	Yes	Yes	Qualify
4.	M/s. DeloitteTouche Tohmatsu Limited, UK	Yes	Yes	Yes	Qualify
5.	M/s. Ernst & Young JV M/s. A.A Associates & M/s. HyderMota& Co.	Yes	Yes	Yes	Qualify
6.	M/s. EA Consulting Pvt. Ltd JV M/s. UBL & M/s. RIAA Law Firm	Yes	Yes	Yes	Qualify

Director, PPP Unit, Finance Department, GoS

Director (Planning &Coordination), KMTC, KMC

Director (Technical), KMTC, KMC

Deputy Secretary, Law Department, GoS

Assistant Chief, (ToC),

Planning & Development Department, GoS

Assistant Director, Local Govt. Department.

Deputy Secretary, Transport Department, GoS

Agenda # 01: Confirmation of the minutes of first meeting

No further comments were received from the Members. The committee confirmed the minutes of the 1st Standing Committee meeting which was held on July 30, 2012.

Agenda # 02: Review and Approval of Pre-Bid Committee Evaluation Report.

The Evaluation Report and the Minutes of the Pre-Bid Committee (Annexure C) were presented to the Standing Committee. The Chairman commented about the bids received in response to EOI and was pleased with the positive response of consultants generated by the project.

The Evaluation Report and the Minutes of the Pre-Bid Committee meeting was approved by the committee.

Agenda #03: Review and Approval of draft RFP (Request for Proposal) and draft CA (Contract Agreement) before the issuance of the same to eligible bidder(s).

The committee reviewed the draft RFP (Annexure D) and the draft CA (Annexure E) and approved the draft and directed their issuance to eligible bidders. It was decided to get the draft vetted from law department before issuance to eligible bidder

The meeting ended with a vote of thanks.

Secretary, Finance Department, GoS

ARIF AHMED KHAN
FINANCE SECRETARY

Administrator, Karachi Metropolitan Corporation

Director General, PPP Unit, Finance Department,

Director General, KMTC, KMC

Karachi Mass Transit Cell
Karachi Metropolitan Corporation
6th Floor, East Annex, Civic Centre, Gulshan-e-Iqbal, Karachi.
Contact No. 99231280

BUS RAPID TRANSIT SYSTEM –YELLOW LINE

MINUTES OF THE 2nd MEETING OF STANDING COMMITTEE HELD ON OCTOBER 17, 2012

The 2nd meeting of standing committee of Bus Rapid Transit System was held on Wednesday, 17th of October, 2012 at 12:30 pm at Finance Department, Government of Sindh (GoS). Meeting was attended by the following:

(1) Secretary, Finance Department, Government of Sindh (Chairman)
(2) Representative of Administrator Karachi, Karachi Metropolitan Corporation (KMC)
(3) Director General, PPP Unit, Finance Department, Government of Sindh
(4) Director General, Karachi Mass Transit Cell (KMTC), KMC
(5) Director, PPP Unit, Finance Department, Government of Sindh
(6) Deputy Secretary, Transport Department, Government of Sindh
(7) Director (Planning & Coordination), KMTC, KMC
(8) Director (Technical), KMTC, KMC
(09) Deputy Secretary, Law Department, Government of Sindh
(10) Directors, PPP Unit, Finance Department, Government of Sindh
(11) Assistant Directors, PPP Unit, Finance Department, Government of Sindh

Copy of attendance sheet is attached as Annexure A

Mr. Sohail Rajput, D.G PPP Unit, welcomed the Chairman of the Committee Mr. Arif Ahmed Khan, Secretary, Finance Department, Government of Sindh, and gave a brief introduction and background of the captioned project of Bus Rapid Transit System (BRTS) "Yellow Line" and the agenda of the standing committee meeting. After the introduction, Mr. Tansir Aijazi, Assistant Director, PPP Unit, Finance Department, Government of Sindh gave a detailed presentation covering the agenda of the meeting (Annexure B). He elaborated the findings of the pre-bid committee and gave a overview of the Request for Proposal (RFP) and the Contract Agreement (CA). In reply to a question by the Chairman, Mr. Rashid Mughal, Director General, KMTC, KMC gave a brief description of the transport situation of the city and the proposed route of the BRTS "Yellow Line" project.

Final Score	
M/S Ernst & Young Consortium JV with AA Associates and Haider Mota & Co.	71.70
M/S UBL Consortium JV with EA Consulting and RIAA LAW Firm	80.44
M/S ALG Consortium JV with SWEDE-TECH Int. and Vellani & Vellani Advocates and Legal Consultants	69.47
KPMG Consortium JV NESPAK and MOHSIN TAYEBALI & Co.	84.32

Engr.Ghulam Rasool
Director(Tech.)
KMTC,KMC

Khalid Mehmood Shiekh
Director (PPP Unit)
Finance Dept.,GOS

Sikandar Ali
Asst. Chief, P&D Dept.
Govt. of Sindh

Ahmed Tansir Aijazi
Asstt.Director,PPP Unit
Finance Dept., GOS

Syed Bilal Hassan
Asstt.Director,PPP Unit
Finance Dept., GOS

Rafique Ahmed Khan

Dr. Rafique Ahmed Khan
Member (Civil Society)

Engr.Abdul Rasheel Mughal
Director General
KMTC,KMC
Chairman

Bid Evaluation Report

1. Name of Procuring Agency: Karachi Mass Transit Cell., Karachi Metropolitan Coorporation
2. Tender Reference No:
3. Tender Description/Name of work/item: Consultancy Services for Yellow Line Bus rapid Transit system Project.
4. Method of Procurement: Quality and Cost Base Selection (QCBS)
5. Tender Published: Express, 12th August, 2012, Jang, SPPRA Website 31st July, 2012
6. Total Bid documents Sold; 8
7. Total Bids Received: 6
8. Technical Bid Opening date: (if applicable) 21st November, 2012
9. No. of Bid technically qualified (if applicable): 4
10. Bid(s) Rejected: 2
11. Financial Bid Opening date: 8th January, 2013

12. Bid Evaluation Report:

Technical Score Raw

M/S Ernst & Young Consortium JV with AA Associates and Haider Mota & Co.	80.4	Qualified
M/S UBL Consortium JV with EA Consulting and RIAA LAW Firm	82.4	Qualified
M/S ALG Consortium JV with SWEDE-TECH Int. and Vellani & Vellani Advocates and Legal Consultants	80.4	Qualified
KPMG Consortium JV NESPAK and MOHSIN TAYEBALI & Co.	80.4	Qualified
M/S Deloitte Touche Tohmastsu Limited, UK submitted through local representatives M/S Yousuf Saleem & Co. M/S Mandiwalla & Zafar & M/S Osmani	71.9	Not-Qualified
M/s Exponent Engineers (Pvt.) Ltd JV M/s ECIL, M/s PAKOR, M/S JASB & M/s CIMB	66.3	Not - Qualified

Financial Score

Consortium Under Consideration	Fee Quoted	Financial Score Raw
M/S Ernst & Young Consortium JV with AA Associates and Haider Mota & Co.	84,000,000	36.90
M/S UBL Consortium JV with EA Consulting and RIAA LAW Firm	42,705,500	72.59
M/S ALG Consortium JV with SWEDE-TECH Int. and Vellani & Vellani Advocates and Legal Consultants	120,466,165	25.73
KPMG Consortium JV NESPAK and MOHSIN TAYEBALI & Co.	31,000,000	100.00
Lowest Bid	31,000,000	

ATTENDANCE SHEET

MEETING OF STANDING COMMITTEE ON BUS RAPID TRANSIT SYSTEM (BRTS) KARACHI.

Committee Room of Finance Department, Barrack No-19, Sindh Secretariat, Court Road Karachi.

8th January, 2013 (Tuesday) at 03:30 pm

S. NO.	NAME	DESIGNATION	DEPARTMENT	CONTACT NO.	SIGNATURE
13.	Qamar Shaikh	ADL.G. Ltd	Local Govt	0300 2627607	
14.	Ali Nawaz Panhwar	D.S	Transport Department	03003314814	
15.					
16.					
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ATTENDANCE SHEET

MEETING OF STANDING COMMITTEE ON BUS RAPID TRANSIT SYSTEM (BRTS) KARACHI.

Committee Room of Finance Department, Barrack No-19, Sindh Secretariat, Court Road Karachi.

8th January, 2013 (Tuesday) at 03:30 pm

S. NO.	NAME	DESIGNATION	DEPARTMENT	CONTACT NO.	SIGNATURE
1.	Sikandar Ali	Assistant Chief (Tec)	P&D Deptt, GOS, YCAN	0306-2793732	[signature]
2.	NAVEED RAJPUT	DIRECTOR	PPP UNIT		[signature]
3.	Sohail Rajput	DG	PPP Unit		[signature]
4.	Gul Hassan Menn	Dy. Sindy Law	Law Deptt	99213802	[signature]
5.	A. Rasheed Mughal	DG. KMTC	KMC	0300/446958	[signature]
6.	Motanat Ali Khan	Chief Officer	KMC	99231161	[signature]
7.	Engr Ghulam Rasool	Director (Tech)	KMTC, KMC	0300/213160	[signature]
8.	Mirza Anwar Baig	Director (PSC)	KMTC, KMC	0300160106	[signature]
9.	Khwaja Huzaifa	Senior Manager	Ernst & Young TAS	0336-2551644	[signature]
10.	Ahmad Shabir	CEO	Sweder Tech. Pvt	0300-3774941	[signature]
11.	MEHVISH WALIONY	VP	UBL	0333-2233723	[signature]
12.	SHAHRTAR RAHMAN	DM	KPMG	03332243533	[signature]

Evaluation of Technical Proposals Submitted for
Bus Rapid Transit-Yellow Line Under Public Private Partnership Mode
Summary of Results for Technical Evaluation

S. No.	Evaluation Criteria	Technical Bid Score					
		M/S Deloitte Consortium JV with OSMANI & Co. and MADVIWALLA & Zafar Legal Consultant	M/S Ernst & Young Consortium JV with AA Associates and Haider Mota & Co.	M/S UBL Consortium JV with EA Consulting and RIAA LAW Firm	M/S ALG Consortium JV with SWEDE-TECH Int. and Vellani & Vellani Advocates and	JASB Consortium JV with EXPONENT Engineer ,CIMB, PAKOR Global and ECIL Pvt. Ltd.	KPMG Consortium JV NESPAK and MOHSIN TAYEBALI & Co.
1	Relevent Work Experience of the firm	23.0	32.0	35.0	33.0	21.0	29.0
2	Adequacy of Aproach & Methodolgy	7.0	7.5	7.0	9.0	8.0	10.0
3	Qualification and Relevent Experience of the proposed Key Personnel						
3.1	Technical Team	17.9	18.0	19.4	20.4	20.0	18.6
3.2	Financial Team	16.0	15.2	14.8	10.8	15.5	16.0
3.3	Legal Team	8.0	7.7	6.2	7.2	1.8	6.8
	Total	**71.9**	**80.4**	**82.4**	**80.4**	**66.3**	**80.4**

Engr.Ghulam Rasool
Director(Tech.)
KMTC,KMC

Khalid Mehmood Shiekh
Director (PPP Unit)
Finance Dept.,GOS

Sikandar Ali
Chief,P&D,Dept.,
Govt. of Sindh

Ahmed Tansir Aijazi
Asstt.Director,PPP Unit
Finance Dept., GOS

Syed Bilal Hassan
Asstt.Director,PPP Unit
Finance Dept., GOS

Dr.Rafique Ahmed Khan
Member (Civil Society)

Engr.Abdul Rasheel Mughal
Director General
KMTC,KMC
Chairman

Director, PPP Unit, Finance Department, GoS

Director (Planning &Coordination), KMTC, KMC

Director (Technical), KMTC, KMC

Deputy Secretary, Law Department, GoS

Assistant Chief, (ToC),

Planning & Development Department, GoS

Deputy Secretary, Transport Department, GoS

M/S Ernst & Young Consortium JV with AA Associates and Haider Mota & Co.	71.70
M/S UBL Consortium JV with EA Consulting and RIAA LAW Firm	80.44
M/S ALG Consortium JV with SWEDE-TECH Int. and Vellani & Vellani Advocates and Legal Consultants	69.47
KPMG Consortium JV NESPAK and MOHSIN TAYEBALI & Co.	84.32

6. The Standing Committee approved the final scores and granted permission to KMTC, KMC to award the Consultancy Assignment / Letter of Interest to M/s. KPMG, NESPAK, M/s Mohsin Tayebaly & Co. Consortium.

7. Financial Bids of UN-QUALIFIED bidders was returned un-opened.

8. As per clause 45 of Sindh Public Procurement Authority (SPPRA) rules, the Standing Committee also approved the hoisting of final evaluation report on the SPPRA website after getting it signed by the pre-bid committee.

9. The meeting ended with a vote of thanks.

Secretary, Finance Department, GoS

Administrator, Karachi Metropolitan Corporation

Director General, PPP Unit, Finance Department,

Director General, KMTC, KMC

qualify technically and open of their financial bids. The Financial bids of following Consortium of Consultants were opened in front of the Standing Committee and the representatives of the Consortium:

1. M/s. Advance Logistic Group JV M/s. Swede Tech, M/s Vellani & Vellani
2. M/s. KPMG, NESPAK, M/s Mohsin Tayebaly & Co
3. M/s. Ernst & Young JV M/s. A.A Associates & M/s. HaiderMota& Co
4. M/s. EA Consulting Pvt. Ltd JV M/s. UBL & M/s. RIAA Law Firm

Following consortium of Consultants did not qualify:

1. M/S Deloitte Consorti M/S Deloitte Consortium JV with OSMANI & Co. and MADVIWALLA & Zafar Legal Consultant
2. JASB Consortium JV with EXPONENT Engineer ,CIMB, PAKOR Global and ECIL Pvt. Ltd.

5. Evaluation of combined Financial and Technical scores resulted in identifying the consortium of **M/s. KPMG, NESPAK, M/s Mohsin Tayebaly & Co.** as the preferred bidders. Evaluation was done as per QCBS method, as detailed in the Request for Proposal (RFP) as follows:

- Final Score = Technical Score Weighted + Financial Score Weighted
- Technical Score Weighted = Technical Score Raw x 0.8
- Financial Score Weighted = Financial Score Raw x 0.2
- Financial Score Raw = 100 x (Fee Min / Fee of consortium under consideration)
- Technical Score Raw = Technical Score obtained

The final scores of the consortium are listed in the table below:

Technical Score Raw

M/S Ernst & Young Consortium JV with AA Associates and Haider Mota & Co.	80.4
M/S UBL Consortium JV with EA Consulting and RIAA LAW Firm	82.4
M/S ALG Consortium JV with SWEDE-TECH Int. and Vellani & Vellani Advocates and Legal Consultants	80.4
KPMG Consortium JV NESPAK and MOHSIN TAYEBALI & Co.	80.4

Financial Score

Consortium Under Consideration	Fee Quoted Rs.	Financial Score Raw
M/S Ernst & Young Consortium JV with AA Associates and Haider Mota & Co.	84,000,000	36.90
M/S UBL Consortium JV with EA Consulting and RIAA LAW Firm	42,705,500	72.59
M/S ALG Consortium JV with SWEDE-TECH Int. and Vellani & Vellani Advocates and Legal Consultants	120,466,165	25.73
KPMG Consortium JV NESPAK and MOHSIN TAYEBALI & Co.	31,000,000	100.00
Lowest Bid	Rs. 31,000,000	

Final Score

Karachi Mass Transit Cell
Karachi Metropolitan Corporation
6th Floor, East Annex, Civic Centre, Gulshan-e-Iqbal, Karachi.
Contact No. 99231280

BUS RAPID TRANSIT SYSTEM –YELLOW LINE

MINUTES OF THE 4th MEETING OF STANDING COMMITTEE HELD ON JANUARY 08, 2013

The 4th meeting of Standing Committee of Bus Rapid Transit System was held on Thursday, 08th of January, 2013 at 2:30 pm at Finance Department, Government of Sindh (GoS). Meeting was attended by the following:

(1) Representative of Administrator Karachi, Karachi Metropolitan Corporation (KMC)
(2) Director General, PPP Unit, Finance Department, Government of Sindh
(3) Director General, Karachi Mass Transit Cell (KMTC), KMC
(4) Director, PPP Unit, Finance Department, Government of Sindh
(5) Director (Planning & Coordination), KMTC, KMC
(6) Director (Technical), KMTC, KMC
(7) Deputy Secretary, Law Department, Government of Sindh
(8) Directors, PPP Unit, Finance Department, Government of Sindh
(9) Assistant Chief, Planning And Development Department, Government of Sindh
(10) Assistant Director, Local government Department, Government of Sindh

Copy of attendance sheet is attached as Annexure A

2. Mr. Abdul Rasheed Mughal, D.G KMTC, KMC welcomed the participants of the meeting. He briefed the participants of the meeting that as per the decision taken during the 3rd Standing Committee meeting held on November 21, 2012, the technical bids submitted by the qualified bidders were evaluated by the Pre-Bid Committee as per the Request for Proposal (RFP). The evaluation sheet is attached as Annexure B.

3. The Standing Committee appraised the evaluation conducted by the pre-bid committee, presentation attached as Annexure C. Mr. Abdul Rasheed Mughal then invited the representative of the consortium/consultants who had obtained the minimum qualification marks required to

ATTENDANCE SHEET

MEETING FOR BID-OPENING OF BUS RAPID TRANSIT SYSTEM (BRTS) YELLOW LINE PROJECT

Committee Room of Planning & Development Department, (P&D)
2nd Floor, Tughlaq House, 4-A Court Road, Karachi.

20th March, 2014 (Thursday) at 3:00 pm

S. NO.	NAME	DESIGNATION	DEPARTMENT	CONTACT NO.	SIGNATURE
1.	Abdul Waheed	Officer	MAP OUT	0345-2607686	[signature]
2.	[illegible]	DY Manager	Sales.	0333-2284883	[signature]
3.	Vaseeq Khalid	Partner Lawyer - GOS	Legal Counsel - GOS	0300-8204955	Vaseeq
4.	[illegible]	Assistant	marketing	0311-8744708	[signature]
5.	AMIR KHAN	A.D. II	LGD	0333-2233869 / 9921171	[signature]
6.	Ahmed Shakil	CEO	Swede-Tech. Int	0300-3774141	[signature]
7.	Raheel Qureshi	MIS coordinator	china Harbour	0332-3640811	[signature]
8.	A. Rasheed Mughal	Consultant Regional Man, Transit GOS	KMTC, KMC	0331-2288057	[signature]
9.	Abbas Rehman	Director	Rehman Coach Service	03452389827	[signature]
10.	FAHAD REHMAN	CEO	REHMANS COACH SERVICE	03332301660	[signature]
11.	SAHIN ERDOGAN	ALBAYRAK	M.D	03208882254	[signature]

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